

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:

FEE

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

6. If Indian, Allottee or Tribe Name:

7. Unit Agreement Name:

8. Farm or Lease Name:

OWL

1A. Type of Work:

DRILL

DEEPEEN

B. Type of Well:

OIL

GAS OTHER:

SINGLE ZONE

MULTIPLE ZONE

2. Name of Operator:

BARRETT RESOURCES CORPORATION

9. Well Number:

3-17-C5

3. Address and Telephone Number:

30 WEST 425 SOUTH (330-5) ROOSEVELT, UTAH 84066 435-722-1325

10. Field and Pool, or Wildcat:

WASATCH

4. Location of Well (Footages)

At surface: *469 366*

1525' FNL, 1200' FWL, SEC. 17, T3S, R5W

At Proposed Producing Zone:

WASATCH

11. Qtr/Qtr, Sec., Township, Range, Meridian:

SW/NW
SEC. 17, T3S, R5W

14. Distance in miles and direction from nearest town of post office:

5 MILES NW OF DUCHESNE, UTAH

12. County:

DUCHESNE

13. State:

UT

15. Distance to nearest property or lease line (feet):

1200'

16. Number of acres in lease:

17. Number of acres assigned to this well:

640

18. Distance to nearest well, drilling, completed, or applied for, on this lease (feet):

2500'

19. Proposed Depth:

9900'

20. Rotary or cable tools:

ROTARY

21. Elevations (show whether DF, RT, GR, etc.):

GROUND ELECTRIC - 5820' KB - 5840'

22. Approximate date work will start:

AUGUST 25, 1998

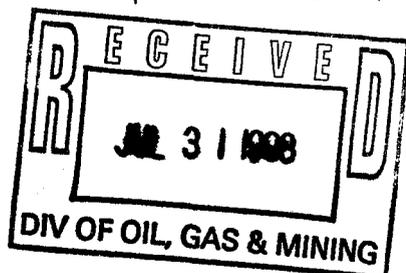
23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
13 1/2	9 5/8"	36 #	900'	590 SX
7 7/8	5 1/2"	17 #	9000'	1495 SX
4 1/2	3 1/2"	10.5 #	9900'	60 SX

DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give data on present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

Top liner c 8900' per Doug B. 9-16-98 RSK

PLEASE SEE ATTACHED INFORMATION.



24.

Name & Signature

[Signature]

TITLE

PRODUCTION SUPERVISOR

DATE

07/28/98

(This space for State use only)

API Number Assigned:

43-013-32112

Approval:

[Signature]
9/21/98

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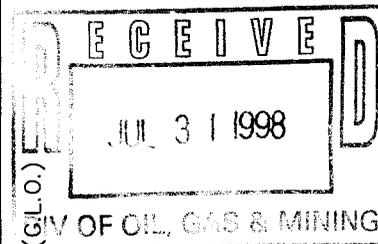
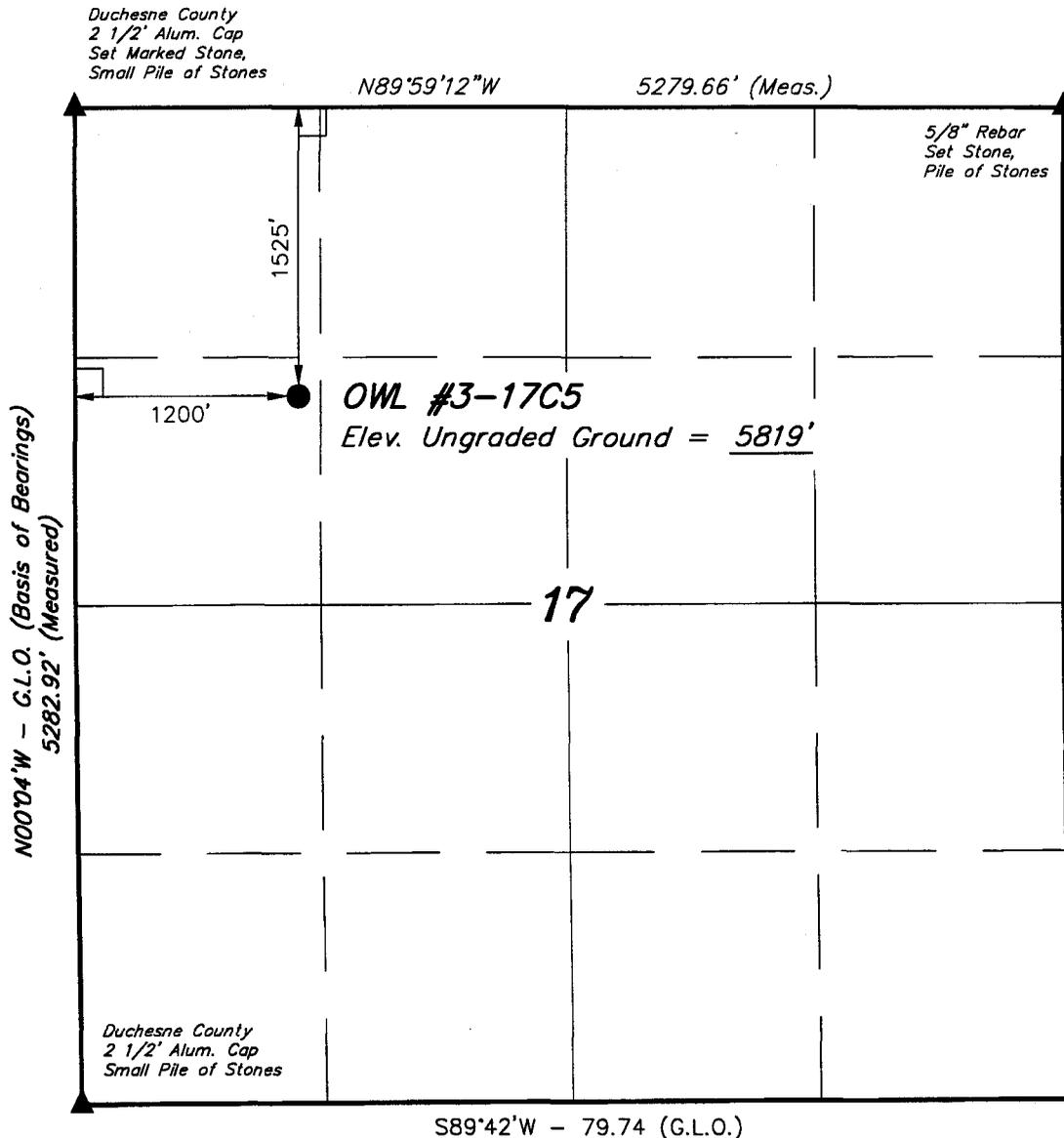
T3S, R5W, U.S.B.&M.

BARRETT RESOURCES CORPORATION

Well location, OWL #3-17C5, located as shown in the SW 1/4 NW 1/4 of Section 17, T3S, R5W, U.S.B.&M. Duchesne County, Utah.

BASIS OF ELEVATION

SPOT ELEVATION AT A ROAD INTERSECTION LOCATED IN THE SW 1/4 OF SECTION 21, T3S, R5W, U.S.B.&M. TAKEN FROM THE DUCHESNE QUADRANGLE, UTAH, UINAH COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5800 FEET.



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

Robert L. Kay
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH

Revised: 06-29-98 D.R.B.

LEGEND:

- = 90° SYMBOL
- = PROPOSED WELL HEAD.
- = SECTION CORNERS LOCATED.

UINTAH ENGINEERING & LAND SURVEYING 85 SOUTH 200 EAST - VERNAL, UTAH 84078 (435) 789-1017		
SCALE 1" = 1000'	DATE SURVEYED: 06-06-97	DATE DRAWN: 06-16-97
PARTY D.K. H.L. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE BARRETT RESOURCES CORP.	

SELF-CERTIFICATION STATEMENT

THE FOLLOWING SELF -CERTIFICATION STATEMENT IS PROVIDED PER FEDERAL REQUIREMENTS DATED JUNE 15, 1988.

PLEASE BE ADVISED THAT BARRETT RESOURCES CORPORATION IS CONSIDERED TO BE THE OPERATOR OF THE FOLLOWING WELL.

WELL: OWL 3-17C5
 SW 1/4, NW 1/4, 1525' FNL, 1200' FWL, SECTION 17, T3S, R5W
LEASE : FEE
 DUCHESNE, COUNTY, UTAH

BARRETT RESOURCES CORP. IS RESPONSIBLE UNDER THE TERMS OF THE LEASE FOR THE OPERATIONS CONDUCTED UPON THE LEASE LANDS.

BARRETT ID# 84-0832476
BLM BOND # 6101757342
Fee Bond # 5865241

D.P. BARONE
PRODUCTION SUPERVISOR
BARRETT RESOURCES CORP.
30 WEST 425 SOUTH (330-5)
ROOSEVELT, UTAH 84066
435-722-1325

HAZARDOUS MATERIAL DECLARATION

WELL NO.: **OWL 3-17C5**

LEASE NO.: **FEE**

BARRETT RESOURCES CORP. GUARANTEES THAT DURING THE DRILLING AND COMPLETION OF THE ABOVE REFERENCED WELLS, WE WILL NOT USE, PRODUCE, OR STORE, TRANSPORT OR DISPOSE 10,000# ANNUALLY OF ANY OF THE HAZARDOUS CHEMICALS CONTAINED IN THE ENVIRONMENTAL PROTECTION AGENCY'S CONSOLIDATED LIST OF CHEMICALS SUBJECT TO REPORTING UNDER TITLE III SUPER AMENDMENTS AND REAUTHORIZATION ACT (SARA) OF 1986.

BARRETT RESOURCES CORP. GUARANTEES THAT DURING THE DRILLING AND COMPLETION OF THE ABOVE REFERENCED WELLS, WE WILL USE, PRODUCE, STORE, TRANSPORT, OR DISPOSE LESS THAN THE THRESHOLD PLANNING QUANTITY (TPQ) OF ANY EXTREMELY HAZARDOUS SUBSTANCES AS DEFINED IN 40 CFR 355.

TEN POINT PLAN

BARRETT RESOURCES CORPORATION

OWL 3-17C5

SURFACE LOCATION SW1/4, NW1/4, 1525' FNL, 1200' FWL, SECTION 17, T3S, R5W.

1. SURFACE FORMATION:

UINTAH

2. ESTIMATED FORMATION TOPS AND DATUM:

<u>FORMATION</u>	<u>DEPTH</u>
Uintah	Surface
TG2	3905'
TN1.6	4810'
C2	4940'
C4	5240'
Mahogany Bench	5390'
LGR	6670'
Wasatch	8435'
W160	9400'
W190	9800'
TD	9900'

3. PRODUCING FORMATION DEPTH:

FORMATION OBJECTIVE IS LOWER GREEN RIVER / WASATCH.

OFF SET WELLS: OIL WELL: SMITH-UTE 1-17C5 SECTION 17, T3S, R5W
SWD WELL: UTE 2-17C5 SECTION 17, T3S, R5W

4. PROPOSED CASING:

<u>HOLE SIZE</u>	<u>CASING</u>	<u>WEIGHT/FT.</u>	<u>GRADE & THREAD</u>	<u>SET @</u>	<u>CASING</u>
13 1/2	9 5/8	36	J-55/STC	900	NEW/USED
7 7/8	5 1/2	17	J-55/LTC	9000'	NEW/USED
4 1/2	3 1/2	10.5	J-55/LTC	9900'	TD NEW/USED

CEMENT PROGRAM: SURFACE CASING

9-5/8 FLUID 1 LEAD CMT
HLC
2 % CALCIUM CHORIDE
.25 LB/SK FLOCELE
MIXED W/ FRESH WATER

CEMENT

FLUID WT.
FLUID YIELD
FLUID WATER RATIO
TOTAL MIX FLUID
TOP OF FLUID
CALCULATED FILL
FLUID VOLUME
CALCULATED VOLUME
PROPOSED VOLUME

CEMENT AMOUNT

12.70 LG/GAL
1.82 FT3/SK
9.65 GAL/SK
74.7 BBLs
0 FT
600 FT
104.45 BBLs
322 SKS
325 SKS

FLUID 2 TAIL CMT
 CLASS G
 2 % CALCIUM CHLORIDE
 .25 LB/SK FLOCELE
 MIXED W/ FRESH WATER

FLUID WT. 15.60 LB/GAL
 FLUID YIELD 1.19 FT3/SK
 FLUID WATER RATIO 5.20 GAL/SK
 TOTAL MIX FLUID 32.8 BBLS
 TOP OF FLUID 600 FT
 CALCULATED FILL 300 FT
 SHOE JT VOLUME 15.32 SKS
 TOTAL VOLUME 262 SKS
 PROPOSED VOLUME 265 SKS

CASING

5-1/2 FLUID 1 LEAD CMT
 50/50 POZ
 .6% HALLIBURTON GEL (EXTENDER)
 3 LB/SK SILICALITE (EXTENDER)
 10 % SALT ACCELATER

 .2 % HR-5 RETARDER
 MIXED W/ FRESH WATER

FLUID WT. 13.40 LB/GAL
 FLUID YIELD 1.59 FT3/ SKS
 FLUID WATER RATIO 7.89 GAL/SKS
 TOTAL MIXING FLUID 106.1 BBLS
 TOP FLUID CIRCULATED OUT
 CALCULATED FILL 4500 FT
 FLUID VOLUME 159.68 BBLS
 CALCULATED VOLUME 564.00 SKS.
 PROPOSED VOLUME 565 SKS

5-1/2 FLUID 2 STAGE CMT HI-FILL
 .75% ECONOLITE (EXTENDER)
 .25 LB/SK FLOCELE
 16% HALLIBURTON GEL
 10 LB/SK GILSONITE
 .5 % HR-7 (RETARDER)
 3% MICRO BOND
 3% SALT
 .3% VERSASET

FLUID WT. 11.00 LB/GAL
 FLUID YIELD 3.89 FT3/SKS
 FLUID WATER RATIO 23.35 GAL/SKS
 TOTAL MIX FLUID 100.1 BBLS
 APPROX TOP FLUID 1100 FT
 CALC. FILL 3500 FT
 FLUID VOLUME 124.20 BBLS
 CALC. VOLUME 179 SKS
 PROPOSED VOLUME 180 SKS

5-1/2 FLUID 3 TAIL CMT
 CLASS G
 MIXED W/ FRESH WATER

FLUID WT. 15.60 LB/GAL
 FLUID YIELD 1.18 FT3/SKS
 FLUID WATER RATIO 5.20 GAL/SKS
 TOTAL MIX FLUID 92.9 BBLS
 APPROX TOP FLUID 4600 FT
 CALC. FILL 4400 FT
 FLUID VOLUME 157.11 BBLS
 CALC. VOLUME 748 SKS
 PROPOSED VOLUME 750 SKS

3-1/2 LINER FLUID CMT
 50/50 POZ
 2% HALLIBURTON GEL (EXTENDER)
 .2% HALAD 344 (FLUID LOSS)
 .4% HR-5
 2% MICRO BOND
 5% SUPER CBL
 2% VERSASET
 MIXED W/ FRESH WATER

FLUID WT. 14.20 LB/GAL
 FLUID YIELD 1.28 FT3/ SKS
 FLUID WATER RATIO 5.77 GAL/SKS
 TOTAL MIXING FLUID 8.2 BBLS
 TOP FLUID 8700 FT
 CALCULATED FILL 1200 FT
 FLUID VOLUME 12.94 BBLS
 CALCULATED VOLUME 55.5 SKS.
 PROPOSED VOLUME 60 SKS

5. BOP AND PRESSURE CONTAINMENT DATA:

THE ANTICIPATED BOTTOM HOLE PRESSURE WILL BE LESS THAN 3000 PSI.

A 3000 PSI WP BOP SYSTEM AS DESCRIBED IN THE BOP AND PRESSURE CONTAINMENT DATA (ATTACHED) WILL BE INSTALLED AND MAINTAINED FROM THE 8 5/8 SURFACE CASING. THE BOP SYSTEM INCLUDING THE CASING WILL BE PRESSURE TESTED TO THE MINIMUM STANDARDS SET FORTH IN "ON SHORE ORDER #2". THE BOP WILL BE MECHANICALLY CHECKED DAILY DURING DRILLING OPERATION.

6. MUD PROGRAM:

INTERVAL	MUD WT. LBS/GAL	VISCOSITY SEC./QT.	FLUID LOSS MI/30 MINS	MUD TYPE
0-900	8.3 - 8.5 LBS/GAL	28-40 SEC/QT	NO CONTROL	WATER/GEL
900 - 9000	8.5 - 10.0 LBS/GAL	34-40 SEC/QT	6 - 8 CC	WATER/GEL
9000 - 9900	10 - 12.5 LBS/GAL	40-45 SEC/QT	6 - 8 CC	WATER/GEL

7. AUXILIARY EQUIPMENT:

UPPER KELLY COCK, FULL OPENING STABBING VALVE, 2 1/2 CHOKE MANIFOLD AND PIT LEVEL INDICATOR.

8. TESTING, CORING, SAMPLING, AND LOGGING:

- A) TEST: 1 DST IN UPPER GREEN RIVER C4
- B) CORING: NONE
- C) SAMPLING: EVERY 10 FT FROM 3800 ' TO TD.
- D) LOGGING:

<u>TYPE</u>	<u>INTERVAL</u>
HRI-GR- SP	TD TO 3800', GR TO SURFACE
SDL-DSN	TD TO 3800'
BHC-SONIC W/ CALIPER	TD TO 3800'

9. ABNORMALITIES (INCLUDING SOUR GAS):

NO ABNORMAL PRESSURES OR TEMPERATURES OR OTHER HAZARDS ARE ANTICIPATED. OIL AND GAS SHOWS ARE ANTICIPATED IN THE GREEN RIVER FORMATION. OTHER WELLS IN THE AREA HAVE NOT ENCOUNTERED OVER- PRESSURED ZONES OR H2S.

10. DRILLING SCHEDULE:

THE ANTICIPATED STARTING DATE AUGUST 25, 1998. DURATION OF OPERATIONS IS EXPECTED TO BE 150 DAYS.

BARRETT RESOURCES CORPORATION

13 POINT SURFACE USE PLAN

FOR

WELL LOCATION

OWL 3-17C5

LOCATED IN:

SW 1/4, NW 1/4, 1525' FNL, 1200' FWL

SECTION 17, T3S, R5W

DUCHESNE COUNTY, UTAH

LEASE NUMBER:

FEE

SURFACE OWNERSHIP:

OWL & THT HAWK L.C.

1. EXISTING ROADS

TO REACH THE BARRETT RESOURCES WELL, OWL 3-17C5, LOCATION, IN SECTION 17, T3S, R5W.

START IN DUCHESNE, UTAH PROCEED 6.7 MILES WEST ON HIGHWAY 40. TURN NORTH PROCEED 4.3 MILES. TURN EAST PROCEED 1 MILE SOUTH/EAST TO LOCATION.

THE EXISTING OILFIELD SERVICE ROAD MAY NEED SOME SURFACE MATERIAL TO PREVENT OR REPAIR HOLES IN THE ROAD DUE TO HEAVY TRUCK TRAFFIC DURING THE DRILLING AND COMPLETION OPERATION. IF REPAIRS ARE MADE THE OPERATOR WILL SECURE MATERIAL FROM PRIVATE SOURCES.

PLEASE SEE THE ATTACHED MAP FOR ADDITIONAL DETAILS.

2. PLANNED ACCESS ROAD

APPROXIMATELY 120' FEET OF NEW ROAD WILL BE REQUIRED.
DETAILS OF THE CONSTRUCTION ARE AS FOLLOWS;
LENGTH- 120' FT (APPROX)
WIDTH- 32 FT (APPROX)
GRADE- 10% OR LESS

PLEASE SEE THE ATTACHED LOCATION PLAT FOR ADDITIONAL DETAILS.

NO RIGHT OF WAY WILL BE REQUIRED. ALL NEW CONSTRUCTION WILL BE CONDUCTED ON LEASE.

ALL TRAVEL WILL BE CONFINED TO EXISTING ROAD RIGHT OF WAYS.

ACCESS ROADS AND SURFACE DISTURBING ACTIVITIES WILL CONFORM TO STANDARDS OUTLINED IN THE USGS PUBLICATION (1978) SURFACE OPERATION STANDARDS FOR OIL AND GAS DEVELOPMENT.

3. LOCATION OF EXISTING WELLS

THE FOLLOWING WELLS ARE LOCATED WITHIN ONE MILE RADIUS OF THE LOCATION SITE.

- A) PRODUCING WELLS: NONE
- B) WATER WELLS: NONE
- C) ABANDONED WELLS : NONE
- D) TEMPORARILY ABANDONED WELLS: NONE
- E) DISPOSAL WELLS: UTE SMITH 2-17C5
- F) DRILLING WELLS: NONE
- G) SHUT IN WELLS:
 - 1-17C5 Smith Sec 17, T3S, R5W
 - 2-8C5 Albert Smith Sec 8, T3S, R5W
- H) INJECTION WELLS: NONE
- I) MONITORING OR OBSERVATION WELLS: NONE

PLEASE SEE ATTACHED MAP FOR ADDITIONAL DETAILS.

4. LOCATION OF TANK BATTERIES, PRODUCTION FACILITIES, AND PRODUCTION GATHERING AND SERVICE LINES

A PUMPING UNIT WILL BE SET AT THE WELL BORE. PRODUCTION WILL BE TRANSPORTED BY FLOWLINE TO THE UTE SMITH 1-17C5 FACILITY.

ALL PERMANENT (ON SITE FOR SIX MONTHS OR LONGER) STRUCTURES CONSTRUCTED OR INSTALLED WILL BE PAINTED A DESERT BROWN COLOR. ALL FACILITIES WILL BE PAINTED WITHIN SIX MONTHS OF INSTALLATION. FACILITIES REQUIRED TO COMPLY WITH O.S.H.A. (OCCUPATIONAL SAFETY AND HEALTH ACT) WILL BE EXCLUDED. THE REQUIRED PAINT COLOR IS DESERT BROWN (10 YR 6/4).

THE TANK BATTERY WILL BE SURROUNDED BY A DIKE OF SUFFICIENT CAPACITY TO CONTAIN THE STORAGE CAPACITY OF THE LARGEST TANK IN THE BATTERY. THE INTEGRITY OF THE DIKE WILL BE MAINTAINED.

ALL SITE SECURITY GUIDELINES IDENTIFIED IN 43 CFR 3126.7 REGULATION WILL BE ADHERED TO.

ALL OFF LEASE STORAGE, OFF-LEASE MEASUREMENT, OR COMMINGLING ON LEASE OR OFF-LEASE WILL HAVE PRIOR WRITTEN APPROVAL FROM THE AUTHORIZED OFFICER.

THE GAS METER WILL BE CALIBRATED AND THE TANKS STRAPPED IN PLACE PRIOR TO ANY DELIVERIES. TESTS FOR THE METER ACCURACY WILL BE CONDUCTED MONTHLY FOR THE FIRST THREE MONTHS ON NEW METER INSTALLATIONS AND AT LEAST QUARTERLY THEREAFTER. THE AUTHORIZED OFFICER WILL BE PROVIDED WITH A DATE AND TIME FOR THE INITIAL METER CALIBRATION AND ALL FUTURE METER PROVING SCHEDULES. A COPY OF THE METER CALIBRATION REPORT WILL BE SUBMITTED TO THE DIVISION OF OIL, GAS & MINING, 510 W. 200 N. (59-13), ROOSEVELT, UTAH. ALL MEASUREMENT FACILITIES WILL CONFORM WITH API AND AGA STANDARDS FOR GAS AND LIQUID HYDROCARBON MEASUREMENT.

5. LOCATION AND TYPE OF WATER SUPPLY

WATER FOR THE WELL WILL BE HAULED BY TRUCK FROM JIM NEBEKER'S LEASED WATER HOLDINGS IN BABCOCK DRAW. WATER FOR COMPLETION WILL COME FROM THE SAME OR FROM ROOSEVELT CITY.

6. SOURCE OF CONSTRUCTION MATERIALS

ALL CONSTRUCTION MATERIAL FOR THIS LOCATION SITE AND ACCESS ROAD SHALL BE BORROW MATERIAL ACCUMULATED DURING CONSTRUCTION OF THE LOCATION SITE AND ACCESS ROAD. ADDITIONAL GRAVEL OR PIT LINING MATERIAL WILL BE OBTAINED FROM PRIVATE SOURCES.

7. METHODS FOR HANDLING WASTE DISPOSAL

A) PIT CONSTRUCTION AND LINERS:

THE RESERVE PIT WILL BE APPROX. 10 FT DEEP AND AT LEAST ONE-HALF OF THE DEPTH SHALL BE BELOW THE SURFACE OF THE EXISTING GROUND.

THE RESERVE PIT WILL BE LINED WITH A 12 MIL PIT LINER. THE PIT LINER WILL BE TORN AND PERFORATED AFTER THE PIT DRIES AND BEFORE BACKFILLING THE RESERVE PIT. THE RESERVE PIT WILL BE REASONABLY FREE OF HYDROCARBONS BEFORE THE PIT IS BACKFILLED.

ONE-HALF OF THE PIT WILL BE USED AS A FRESH WATER STORAGE AREA DURING THE DRILLING OF THIS WELL AND THE OTHER ONE-HALF WILL BE USED TO STORE NON-FLAMMABLE MATERIALS SUCH AS CUTTINGS, SALT, DRILLING FLUIDS, CHEMICALS, PRODUCED FLUIDS, ETC.

B) PRODUCED FLUIDS:

PRODUCED WATER WILL BE CONFINED TO THE RESERVE PIT, OR IF DEEMED NECESSARY, A STORAGE TANK FOR A PERIOD NOT TO EXCEED 90 DAYS AFTER INITIAL PRODUCTION. DURING THE 90 DAY PERIOD AN APPLICATION FOR APPROVAL FOR A PERMANENT DISPOSAL METHOD AND LOCATION WILL BE SUBMITTED TO THE AUTHORIZED OFFICER.

C) GARBAGE:

A TRASH CAGE, FABRICATED FROM EXPANDED METAL WILL BE USED TO HOLD TRASH ON LOCATION AND WILL BE REMOVED TO AN AUTHORIZED LANDFILL LOCATION.

D) A PORTABLE CHEMICAL TOILET WILL BE SUPPLIED FOR HUMAN WASTE.

E) SITE CLEAN-UP:

AFTER THE RIG IS MOVED OUT, THE AREA AROUND THE WELLSITE WILL BE CLEANED AND ALL REFUSE REMOVED.

8. ANCILLARY FACILITIES

THERE ARE NO ANCILLARY FACILITIES PLANNED FOR AT THIS TIME AND NONE ARE FORESEEN IN THE FUTURE.

9. WELLSITE LAYOUT

LOCATION DIMENSION ARE AS FOLLOW:

A) PAD LENGTH-	300 FT
B) PAD WIDTH-	140 FT
C) PIT DEPTH-	10 FT
D) PIT LENGTH-	180 FT
E) PIT WIDTH-	70 FT
F) MAX CUT-	12.1FT
G) MAX FILL-	4.0 FT
H) TOTAL CUT YARDS-	4710 CU YDS
I) PIT LOCATION-	SOUTH WEST CORNER
J) TOP SOIL LOCATION-	WEST SIDE OF LOCATION
K) ACCESS ROAD LOCATION-	FROM THE SOUTH WEST
L) FLARE PIT-	ON THE SOUTH WEST CORNER

PLEASE SEE THE ATTACHED LOCATION DIAGRAM FOR ADDITIONAL DETAILS.

ALL PITS WILL BE FENCED ACCORDING TO THE FOLLOWING STANDARDS:

- A) 39 INCH NET WIRE SHALL BE USED WITH AT LEAST ONE STRAND OF WIRE ON TOP OF THE NET WIRE (BARBED WIRE IS NOT NECESSARY IF PIPE OR SOME TYPE OF REINFORCEMENT ROD IS ATTACHED TO THE TOP OF THE ENTIRE FENCE).
- B) THE NET WIRE SHALL BE NO MORE THAN 2 INCHES ABOVE THE GROUND. THE BARBED WIRE SHALL BE 3 INCHES ABOVE THE NET WIRE. TOTAL HEIGHT OF THE FENCE SHALL BE AT LEAST 42 INCHES.
- C) CORNER POSTS SHALL BE CEMENTED AND/OR BRACED IN SUCH A MANNER TO KEEP THE FENCE TIGHT AT ALL TIMES.
- D) STANDARD STEEL, WOOD OR PIPE POSTS SHALL BE USED BETWEEN THE CORNER BRACES. DISTANCE BETWEEN ANY TWO POSTS SHALL BE NO GREATER THAN 16 FT.
- E) ALL WIRE SHALL BE STRETCHED, BY USING A STRETCHING DEVICE, BEFORE IT IS ATTACHED TO THE CORNER POSTS.

10. PLANS FOR RESTORATION OF THE SURFACE

PRIOR TO THE CONSTRUCTION OF THE LOCATION, THE TOP 12 INCHES OF SOIL MATERIAL WILL BE STRIPPED AND STOCKPILED. THIS WILL AMOUNT TO 2,020 CUBIC YARDS OF MATERIAL. PLACEMENT OF THE TOP SOIL IS NOTED ON THE ATTACHED LOCATION PLAT. WHEN ALL DRILLING AND COMPLETION ACTIVITIES HAVE BEEN COMPLETED THE UNUSED PORTION OF THE LOCATION (THE AREA OUTSIDE THE DEADMEN) WILL BE RECONTOURED AND THE TOPSOIL SPREAD OVER THE AREA.

THE DIRT CONTRACTOR WILL BE PROVIDED WITH AN APPROVED COPY OF THE SURFACE USE PLAN PRIOR TO CONSTRUCTION ACTIVITIES.

ANY DRAINAGE REROUTED DURING THE CONSTRUCTION ACTIVITIES SHALL BE RESTORED TO ITS ORIGINAL LINE OF FLOW OR AS NEAR AS POSSIBLE.

ALL DISTURBED AREAS WILL BE RECONTOURED TO THE APPROXIMATE NATURAL CONTOURS. PRIOR TO BACKFILLING THE PIT, THE FENCES AROUND THE RESERVE PIT WILL BE REMOVED. THE PIT LINER WILL BE CUT OFF AT THE WATER OR MUD LINE AND DISPOSED OF AT AN APPROVED LANDFILL SITE. THE LINER WILL ALSO BE TORN AND PERFORATED AFTER THE PIT DRIES AND BEFORE BACKFILLING OF THE RESERVE PIT.

THE RESERVE PIT WILL BE RECLAIMED WITHIN 90 DAYS OF WELL COMPLETION. IF THE RESERVE PIT HAS NOT DRIED SUFFICIENTLY TO ALLOW BACKFILLING AN EXTENSION ON THE TIME REQUIREMENT FOR BACKFILLING THE PIT WILL BE REQUESTED. ONCE RECLAMATION ACTIVITIES HAVE BEGUN, THEY SHALL BE COMPLETED WITHIN 30 DAYS.

AFTER THE RESERVE PIT HAS BEEN RECLAIMED NO DEPRESSIONS IN THE SOIL COVERING THE RESERVE PIT WILL BE ALLOWED. THE OBJECTIVE IS TO KEEP SEASONAL RAINFALL AND RUN OFF FROM SEEPING INTO THE SOIL USED TO COVER THE RESERVE PIT. DIVERSION DITCHES AND WATER BARS WILL BE USED TO DIVERT RUN OFF AS NEEDED.

WHEN RESTORATION ACTIVITIES HAVE BEEN COMPLETED, THE LOCATION SITE AND NEW ACCESS ROAD CUTS AND SHOULDERS SHALL BE RESEDED. PRIOR TO RESEEDING, ALL DISTURBED AREAS, INCLUDING THE OLD ACCESS ROAD, WILL BE SCARIFIED AND LEFT WITH A ROUGH SURFACE.

A) RECOMMENDED SEED MIXTURE:

RUSSION RYE 6# PER ACRE. FAIRWAY CRESTED WHEAT GRASS 6# PER ACRE.

B) SEEDING DATES:

AFTER SEPTEMBER 15, AND BEFORE THE GROUND FREEZES.

SEED WILL BE BROADCAST OR DRILLED AT THE TIME SPECIFIED BY THE BLM. IF BROADCAST, A HARROW OR SOME OTHER IMPLEMENT WILL BE DRAGGED OVER THE SEEDED AREA TO ASSURE SEED COVERAGE AND THE SEED MIXTURE WILL BE PROPORTIONATELY LARGER (DOUBLE THE LBS. PER ACRE).

AT SUCH TIME THE WELL IS PLUGGED AND ABANDONED THE OPERATOR WILL SUBMIT A SURFACE RECLAMATION PLAN TO THE SURFACE MANAGEMENT AGENCY FOR PRESCRIBED SEED MIXTURE AND RESEEDING REQUIREMENTS.

11. SURFACE OWNERSHIP: OWL & THE HAWK L.C.

12. OTHER INFORMATION

A) VEGETATION:

THE TREES IN THE AREA ARE CEDAR AND PINION. THE VEGETATION COVERAGE IS SLIGHT. THE MAJORITY OF THE EXISTING VEGETATION IS MADE UP OF RABBIT, SAGE, AND BITTER BRUSH. ALSO FOUND ON THE LOCATION IS PRICKLY PEAR, INDIAN RICE GRASS, AND YUCCA.

B) DWELLINGS:

THERE ARE NO OCCUPIED DWELLINGS, OR OTHER FACILITIES WITHIN A ONE MILE RADIUS OF THIS LOCATION.

C) ARCHAEOLOGY:

THE LOCATION HAS NOT BEEN SURVEYED.

IF, DURING OPERATIONS, ANY ARCHAEOLOGICAL OR HISTORICAL SITES, OR ANY OBJECTS OF ANTIQUITY (SUBJECT TO THE ANTIQUITIES ACT OF JUNE 8, 1906) ARE DISCOVERED, ALL OPERATIONS WHICH WOULD AFFECT SUCH SITES ARE TO BE SUSPENDED AND THE DISCOVERY REPORTED PROMPTLY TO THE SURFACE MANAGEMENT AGENCY.

D) WATER:

THE NEAREST WATER IS IN STARVATION RESEVOIR THREE (3) MILES TO THE SOUTH.

E) WOOD:

NO WOOD PERMIT WILL BE REQUIRED FOR THIS LOCATION.

F) CHEMICALS:

NO PESTICIDES, HERBICIDES OR OTHER POSSIBLE HAZARDOUS CHEMICALS SHALL BE USED WITHOUT PRIOR APPLICATION.

G) NOTIFICATION:

a) STATE OF UTAH, DENNIS INGRAM, 435-722-3417, 24 TO 48 HRS BEFORE CONSTRUCTION OF THE LOCATION. ALSO AFTER SITE CONSTRUCTION AND BEFORE THE RIG MOVES IN.

H) FLARE PIT:

THE FLAIR PIT WILL BE LOCATED 120 FEET FROM THE RESERVE PIT FENCE AND 130 FEET FROM THE BORE HOLE ON THE SOUTH AND WEST SIDE OF THE LOCATION, BETWEEN POINTS 5 AND 6 ON THE LOCATION PLAT. ALL FLUIDS WILL BE REMOVED FROM THE PIT WITHIN 48 HOURS OF OCCURRENCE.

D) SURFACE OWNER: MARY F. STANLEY
OWL & THE HAWK, L.C.
37 MONACO
NEWPORT BEACH, CA. 92660-6820

13. LESSEES OR OPERATORS REPRESENTATIVE AND CERTIFICATION

A) REPRESENTATIVE

NAME: D.P. BARONE
ADDRESS: BARRETT RESOURCES CORP.
30 WEST 425 SOUTH (330-5)
ROOSEVELT, UT 84066
PHONE: 435-722-1325
CELLULAR: 435-828-6116

ALL LEASE AND/OR UNIT OPERATIONS WILL BE CONDUCTED IN SUCH A MANNER THAT FULL COMPLIANCE IS MADE WITH ALL APPLICABLE LAWS, REGULATIONS, ONSHORE OIL AND GAS ORDERS. THE APPLICABLE LAWS, REGULATIONS, AND ANY APPLICABLE NOTICES TO LESSEES. THE OPERATOR IS FULLY RESPONSIBLE FOR THE ACTIONS OF HIS SUBCONTRACTORS. A COPY OF THESE CONDITIONS WILL BE FURNISHED TO THE FIELD REPRESENTATIVE TO ENSURE COMPLIANCE.

THE DRILLING PERMIT WILL BE VALID FOR A PERIOD OF ONE YEAR FROM THE DATE OF APPROVAL. AFTER PERMIT TERMINATION, A NEW APPLICATION WILL BE FILED FOR APPROVAL FOR ANY FUTURE OPERATIONS.

B) CERTIFICATION:

I HEREBY CERTIFY THAT I, OR PERSONS UNDER MY DIRECT SUPERVISION, HAVE INSPECTED THE PROPOSED DRILLSITE AND ACCESS ROUTE; THAT I AM FAMILIAR WITH THE CONDITIONS WHICH PRESENTLY EXIST; THAT THE STATEMENTS MADE IN THIS PLAN ARE, TO THE BEST OF MY KNOWLEDGE AND BELIEF, TRUE AND CORRECT; AND THAT THE WORK ASSOCIATED WITH THE OPERATION PROPOSED HEREIN WILL BE PERFORMED BY BARRETT RESOURCES AND ITS CONTRACTORS AND SUBCONTRACTORS IN CONFORMITY WITH THIS PLAN AND TERMS AND CONDITIONS WITH THE PLAN AND THE TERMS AND CONDITIONS UNDER WHICH IT IS APPROVED.

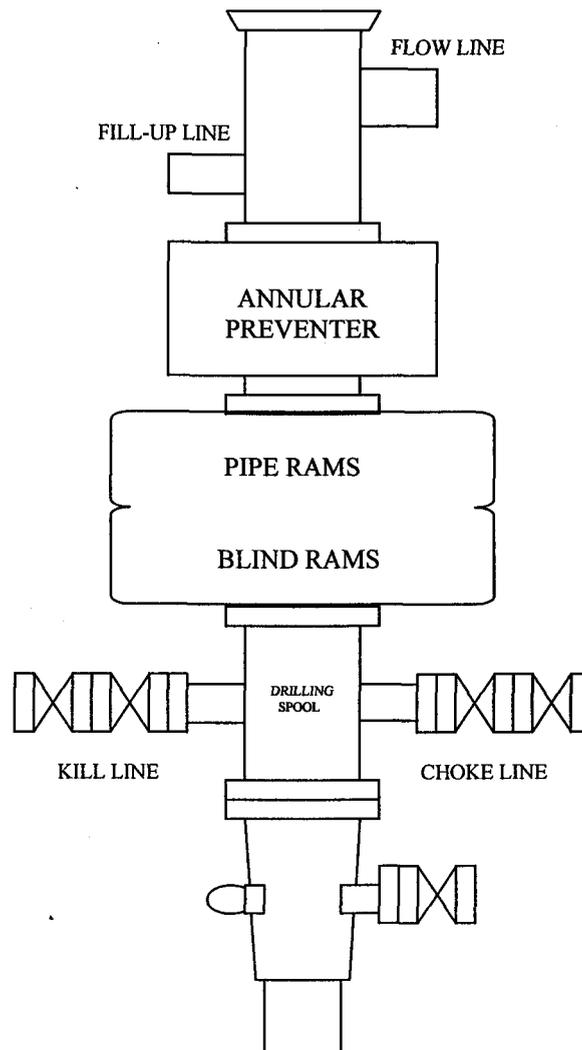
DATE 7-28-98



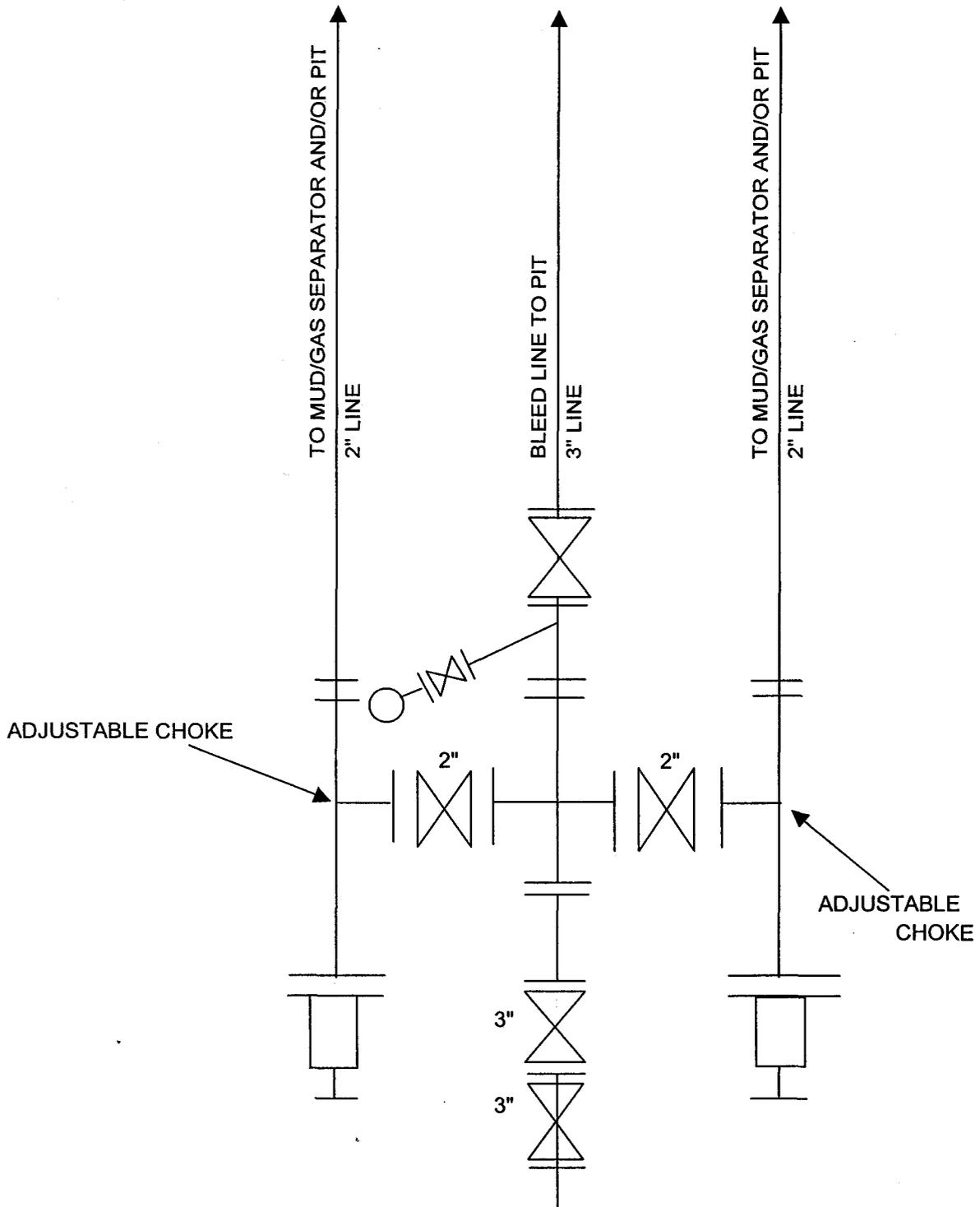
D.P. BARONE
PRODUCTION SUPERVISOR
BARRETT RESOURCES CORP.

BOP AND PRESSURE CONTAINMENT DATA

1. BOP EQUIPMENT SHALL CONSIST OF A DOUBLE GATE, HYDRAULICALLY OPERATED PREVENTER WITH PIPE & BLIND RAMS OR TWO SINGLE RAM TYPE PREVENTERS, ONE EQUIPPED WITH PIPE RAMS, THE OTHER EQUIPPED WITH BLIND RAMS.
2. BOP'S ARE TO BE WELL BRACED WITH HAND CONTROLS EXTENDED CLEAR OF THE SUBSTRUCTURE.
3. ACCUMULATOR TO PROVIDE CLOSING PRESSURE IN EXCESS OF THAT REQUIRED WITH SUFFICIENT VOLUME TO OPERATE ALL COMPONENTS.
4. AUXILIARY EQUIPMENT: LOWER KELLY COCK, FULL OPENING STABBING VALVE, 2 1/2" CHOKE MANIFOLD, PIT LEVEL INDICATOR &/OR FLOW SENSORS WITH ALARMS.
5. ALL BOP EQUIPMENT, AUXILIARY EQUIPMENT, STAND PIPE, VALVES, & ROTARY HOSE TO BE TESTED TO THE RATE PRESSURE OF THE BOP'S AT THE TIME OF INSTALLATION & EVERY 30 DAYS THEREAFTER. BOP'S TO BE MECHANICALLY CHECKED DAILY.
6. MODIFICATION OF HOOK-UP OR TESTING PROCEDURE MUST BE APPROVED IN WRITING ON TOUR REPORTS BY WELLSITE REPRESENTATIVE.



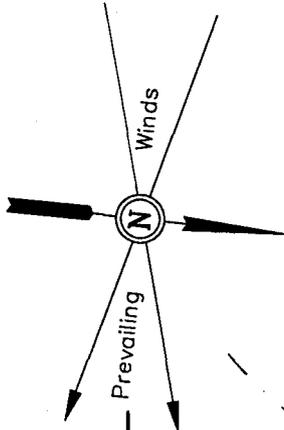
3000 PSI CHOKE MANIFOLD EQUIPMENT



BARRETT RESOURCES CORPORATION

LOCATION LAYOUT FOR

OWL #3-17C5
SECTION 17, T3S, R5W, U.S.B.&M.
1525' FNL 1200' FWL



SCALE: 1" = 50'
 DATE: 06-29-98
 DRAWN BY: D.R.B.

CONSTRUCT
 DIVERSION
 DITCH

Proposed Access
 Road

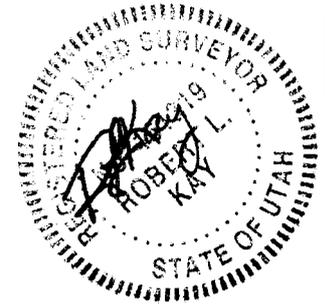
C-2.7'
 El. 20.8'

C-2.5'
 El. 20.6'

C-1.3'
 El. 19.4'

Sta. 3+00

NOTE:
 Flare Pit is to
 be located a min.
 of 100' from the
 Well Head.



Approx.
 Top of
 Cut Slope

C-0.7'
 El. 18.8'
 Spoils Stockpile

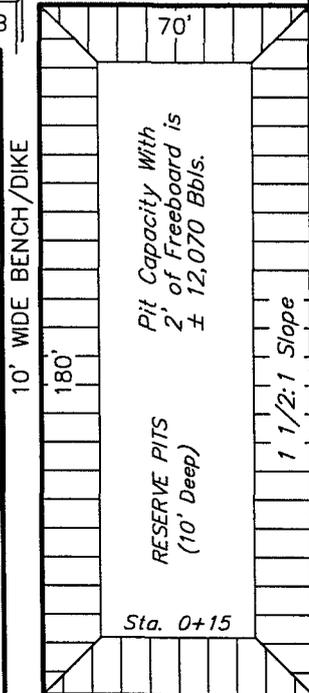
C-12.1'
 El. 20.2'
 (Btm. Pit)

C-1.1'
 El. 19.2'

Sta. 1+50

F-1.8'
 El. 16.3'

Existing Pipeline



Approx.
 Toe of
 Fill Slope

Sta. 0+00

C-8.1'
 El. 16.2'
 (Btm. Pit)

F-2.1'
 El. 16.0'
 Reserve Pit Backfill
 & Spoils Stockpile

F-2.1'
 El. 16.0'

F-4.0'
 El. 14.1'

Elev. Ungraded Ground at Location Stake = **5819.2'**
 Elev. Graded Ground at Location Stake = **5818.1'**

UINTAH ENGINEERING & LAND SURVEYING
 85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

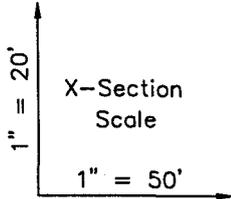
BARRETT RESOURCES CORPORATION

TYPICAL CROSS SECTIONS FOR

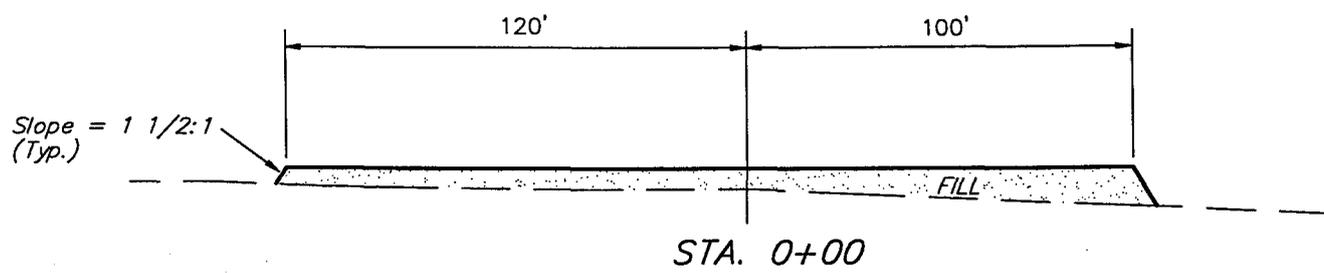
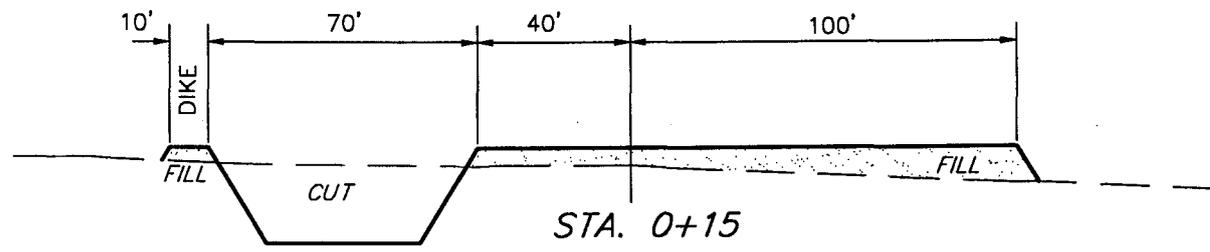
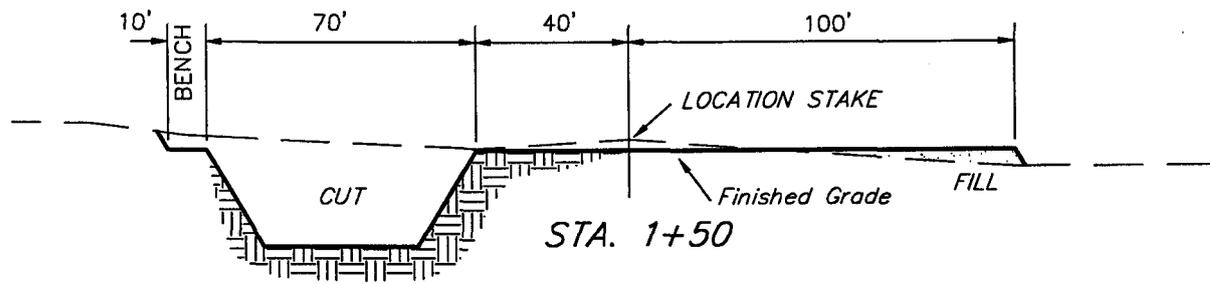
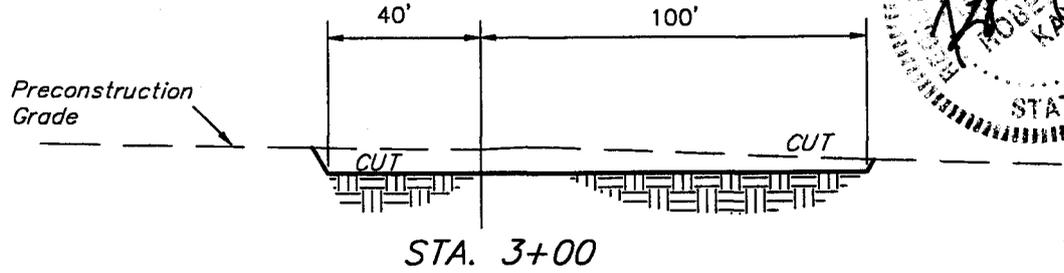
OWL #3-17C5

SECTION 17, T3S, R5W, U.S.B.&M.

1525' FNL 1200' FWL



DATE: 06-29-98
DRAWN BY: D.R.B.

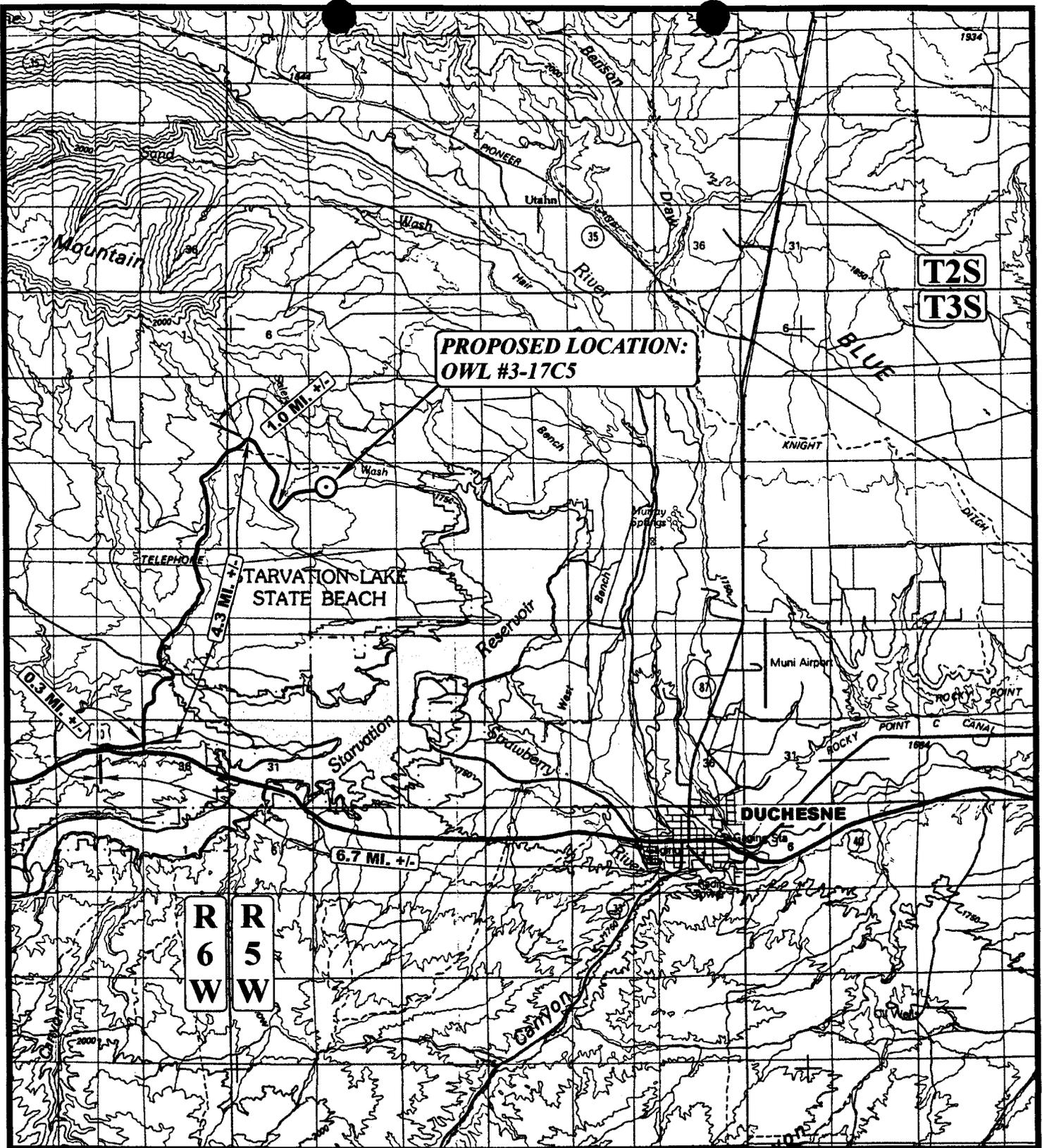


APPROXIMATE YARDAGES

CUT	
(6") Topsoil Stripping	= 1,010 Cu. Yds.
Remaining Location	= 3,700 Cu. Yds.
TOTAL CUT	= 4,710 CU.YDS.
FILL	= 1,910 CU.YDS.

EXCESS MATERIAL AFTER 5% COMPACTION	= 2,700 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 2,700 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 0 Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017



**PROPOSED LOCATION:
OWL #3-17C5**

**STARVATION LAKE
STATE BEACH**

DUCHESNE

**R
6
W**

**R
5
W**

T2S

T3S

LEGEND:

○ PROPOSED LOCATION



BARRETT RESOURCES CORPORATION

OWL #3-17C5
SECTION 17, T3S, R5W, U.S.B.&M.
1525' FNL 1200' FWL



Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(801) 789-1017 * FAX (801) 789-1018

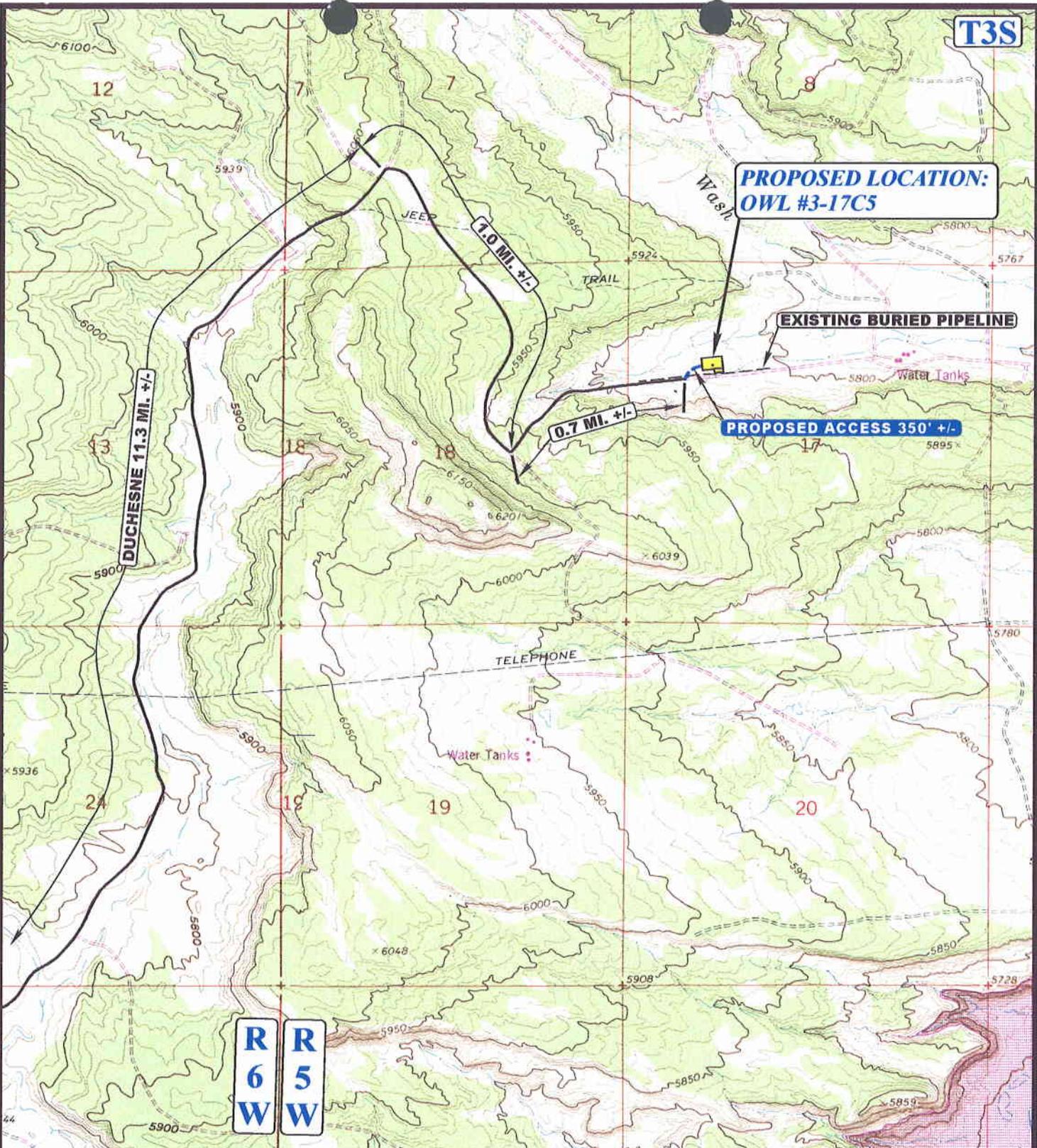
TOPOGRAPHIC
MAP

6 30 98
MONTH DAY YEAR

SCALE: 1 : 100,000 DRAWN BY: D.COX REVISED: 00-00-00



T3S



DUCHESNE 11.3 MI. +/-

1.0 MI. +/-

0.7 MI. +/-

PROPOSED LOCATION:
OWL #3-17C5

EXISTING BURIED PIPELINE

PROPOSED ACCESS 350' +/-

R
6
W

R
5
W

LEGEND:

- - - - - PROPOSED ACCESS ROAD
- EXISTING ROAD



BARRETT RESOURCES CORPORATION

OWL #3-17C5
SECTION 17, T3S, R5W, U.S.B.&M.
1525' FNL 1200' FWL



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (801) 789-1017 * FAX (801) 789-1018

**TOPOGRAPHIC
MAP**

6 30 98
 MONTH DAY YEAR

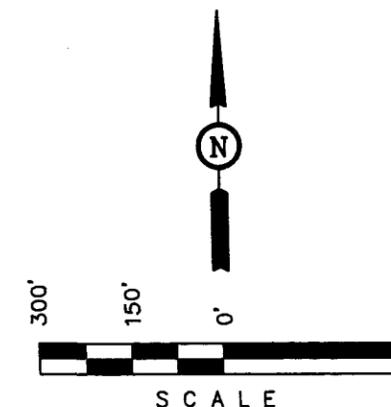
SCALE: 1" = 2000' DRAWN BY: D.COX REVISED: 00-00-00



**LOCATION DAMAGE AREA &
ROAD RIGHT-OF-WAY
ON FEE LANDS**

(For OWL #3-17C5)

LOCATED IN
SECTION 17, T3S, R5W, U.S.B.&M.
DUCHESNE COUNTY, UTAH



DAMAGE AREA DESCRIPTION

BEGINNING AT A POINT IN THE SW 1/4 NW 1/4 OF SECTION 17, T3S, R5W, U.S.B.&M. WHICH BEARS S33°44'17"E 1849.33' FROM THE NORTHWEST CORNER OF SAID SECTION 17, THENCE N06°00'00"W 119.24'; THENCE N84°00'00"E 350.00'; THENCE S06°00'00"E 260.00'; THENCE S84°00'00"W 230.00'; THENCE N65°44'37"W 138.92'; THENCE N06°00'00"W 70.76' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS THE WEST LINE OF SECTION 17, T3S, R5W, U.S.B.&M. WHICH IS ASSUMED FROM G.L.O. INFORMATION TO BEAR N00°04'W. CONTAINS 1.992 ACRES MORE OR LESS.

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

Robert J. Key
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161398
STATE OF UTAH

Revised: 06-30-98 D.R.B.

UNTAH ENGINEERING & LAND SURVEYING
85 SOUTH - 200 EAST • (435) 789-1017
VERNAL, UTAH - 84078

SCALE 1" = 300'	DATE 06-16-97
PARTY D.K. H.L. D.R.B.	REFERENCES G.L.O. PLAT
WEATHER WARM	FILE 41007

N89°59'12"W 5279.66' (Meas.)

ROAD RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

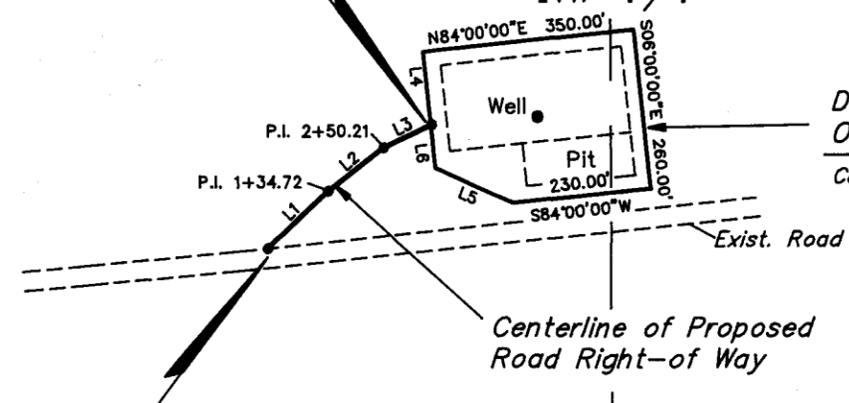
BEGINNING AT A POINT IN THE SW 1/4 NW 1/4 OF SECTION 17, T3S, R5W, U.S.B.&M. WHICH BEARS S23°35'54"E 1896.95' FROM THE NORTHWEST CORNER OF SAID SECTION 17, THENCE N46°19'39"E 134.72'; THENCE N52°24'25"E 115.49'; THENCE N64°51'30"E 87.01' TO A POINT IN THE SW 1/4 NW 1/4 OF SECTION 17, T3S, R5W, U.S.B.&M. WHICH BEARS S33°44'17"E 1849.33' FROM THE NORTHWEST CORNER OF SAID SECTION 17. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS THE WEST LINE OF SECTION 17, T3S, R5W, U.S.B.&M. WHICH IS ASSUMED FROM G.L.O. INFORMATION TO BEAR N00°04'W. CONTAINS 0.232 ACRES MORE OR LESS.

RECEIVED
JUL 31 1998
DIV OF OIL, GAS & MINING

NOTE:
BEGINNING STA. 0+00 BEARS S23°35'54"E 1896.95' FROM THE NORTHWEST CORNER OF SECTION 17, T3S, R5W, U.S.B.&M.
ENDING STA. 3+37.22 BEARS S33°44'17"E 1849.33' FROM THE NORTHWEST CORNER OF SECTION 17, T3S, R5W, U.S.B.&M.

END OF PROPOSED
ROAD RIGHT-OF-WAY
STA. 3+37.22
(At Edge of Damage Area)

NW 1/4



DAMAGE AREA
OWL #3-17C5
Contains 1.992 Acres

LINE	BEARING	LENGTH
L1	N46°19'39"E	134.72'
L2	N52°24'25"E	115.49'
L3	N64°51'30"E	87.01'
L4	N06°00'00"W	119.24'
L5	N65°44'37"W	138.92'
L6	N06°00'00"W	70.76'

BEGINNING OF PROPOSED
ROAD RIGHT-OF-WAY
STA. 0+00
(At Existing Road)

MARY FRANCES STANLEY TRUSTEE
JOEL W. BARUCH TRUSTEE
SUSAN E. REED

▲ = SECTION CORNERS LOCATED.

Duchesne County
2 1/2' Alum. Cap
Set Marked Stone,
Small Pile of Stones

NE Cor. Sec 17
5/8" Rebar
Set Stone,
Pile of Stones

SE Cor. Sec 17
Duchesne County
2 1/2' Alum. Cap
Small Pile of Stones

Section Line

Section Line

1/16 Section Line

1/4 Section Line

1/16 Section Line

Sec. 17 1/4 Section Line

5282.92' (Measured)

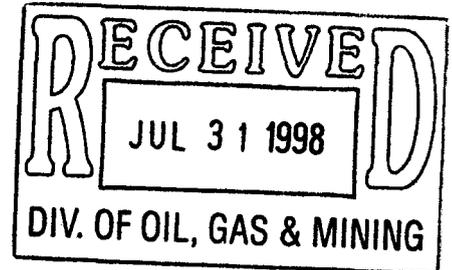
N00°04'W - G.L.O. (Basis of Bearings)

BARRETT RESOURCES CORPORATION



Via Overnight Mail
July 23, 1998

Mrs. Mary F. Stanley
Owl & The Hawk, L.C.
37 Monaco
Newport Beach, CA 92660-6820



RE: Proposed Owl 3-17C5 Well
Barrett Well No. 50493
Surface Damage and Right-of-Way
Settlement Agreement
Smith Family Partnership
Barrett No. 7463
Duchesne County, Utah

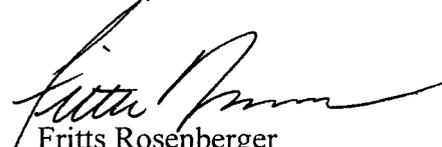
Dear Mrs. Stanley:

This letter is to advise you that Barrett Resources Corporation, as a mineral leasehold owner and in its capacity as Operator, has proposed the drilling of a 9,900' Wasatch /Lower Green River well in the SWNW of Section 17, Township 3 South, Range 5 West. Drilling operations should begin on or before August 20, 1998.

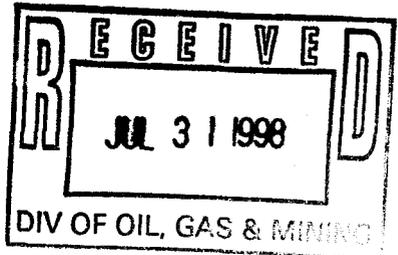
Our records indicate that the surface estate encompassed by this proposed well is owned 100% by Owl & The Hawk, L.C. and subject to Surface Damage and Right-of-Way Settlement Agreement effective June 1, 1991. Pursuant to the terms of the Settlement Agreement, Barrett will mail you a copy of the proposed well location survey and the adjusted base compensation when same is available and prior to construction.

Should you have any questions or require additional information, please feel free to contact me at 303-606-4045.

Sincerely,


Fritts Rosenberger
Senior Landman

Xc: Doug Barone - Roosevelt, UT
W/copy of agmt.



SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This Agreement, made and entered into this 4th day of September, 1991, by and between The Smith Family Partnership, 4312 Alpine Cove Drive, Alpine, UT 84004, a California General Partnership, hereinafter referred to as "Surface Owner" and Pennzoil Exploration and Production Company, P.O. Box 2967, Houston, TX 77252-2967, a Delaware Corporation duly qualified to do business in the State of Utah, hereinafter referred to as "Pennzoil", both Surface Owner and Pennzoil sometimes collectively hereinafter referred to as "parties".

WITNESSETH:

WHEREAS, Surface Owner is the owner of the surface rights as to the following described lands all situated in Duchesne County, State of Utah, to-wit;

Township 3 South - Range 5 West, U.S.M.

- Section 2: Beginning at SE/C of SW4SE4, thence West 80 rods, North 80 rods, West 80 rods, North 160 rods, thence Southeasterly to POB, except 25.78 acres deeded to United States of America
- BRC* Section 3: Lots 3 and 4, S2NW4, S2
- Section 4: Lots 1,2,3,4, S2NW4, S2, S2NE4
- Section 5: SW4, S2SE4, S2NE4, N2SE4
- Section 6: A11
- Section 7: A11
- Section 8: A11
- Section 9: W2, S2NE4, SE4
- BRC* Section 10: NW4, NW4SW4
- Section 14: E2NW4
- Section 16: W2NW4, W2E2NW4, W2E2E2NW4, NE4NE4NE4NW4, SE4SE4SE4NW4, SW4SW4SW4NE4, N2N2N2NE4
- BRC* Section 17: A11
- Section 18: A11
- BRC* Section 19: A11
- Section 20: N2
- Section 21: NW4SE4, W2NE4SE4, NW4NW4SE4SE4, N2N2SW4SE4, N2N2SE4SW4, NW4NW4SE4NW4, W2NE4NW4, SE4NE4NW4, W2SW4NE4, W2SE4SW4NE4, SW4NE4SW4NE4, SE4SE4SW4NE4, SW4SW4SE4NE4
- Section 23: W2SE4, E2SW4
- ~~Section 26: E2SW4, W2SE4~~
- Section 29: W2NW4NE4

which lands are hereinafter sometimes referred to as "Surface Owner's Lands", and which are further subject to all oil, gas and other mineral rights as might be reserved for the use and benefit of the owners thereof; and,

WHEREAS, Pennzoil owns undivided interests in certain oil and gas leases, which leases are hereinafter sometimes referred to as "Pennzoil Leases" in each of the governmental sections hereinabove described in which Surface Owner owns all or a portion of the surface rights; and,

WHEREAS, such Pennzoil Leases are duly recorded in the appropriate County and State and grant to Pennzoil the right and privilege of ingress, egress, exploring, drilling, mining, operating for, producing and owning oil and gas and all other products produced therewith, together with right to make surveys on said lands, lay pipelines, establish and utilize facilities for surface or subsurface disposal of salt water, construct roads and bridges, dig canals, build power stations, telephone lines, employee houses and other structures on said lands, necessary or useful in Pennzoil's operations; and,

WHEREAS, Pennzoil, pursuant to the rights granted under the Pennzoil Leases, desires, among other items outlined herein, the privilege of constructing, maintaining, and using certain herein more particularly described existing roadways and to construct, maintain and use new roads on Surface Owner's Lands for purposes of ingress to and egress from oil and gas wells already drilled or to be drilled under the terms of said Pennzoil Leases; and,

WHEREAS, Pennzoil also desires the privilege of building surface well sites necessary for the drilling, testing, completing, producing, operating, reworking, recompleting and abandoning of oil and/or gas wells on the Surface Owner's Lands pursuant to the terms of said Pennzoil Leases; and,

WHEREAS, the parties hereto desire to resolve the matter of compensation due Surface Owner for such damages as Surface Owner may incur by reason of Pennzoil's use of portions of Surface Owner's Land in the exploration, exploitation and development of the oil, gas and other minerals rights under the Pennzoil Leases; so,

NOW, THEREFORE, for and in consideration of the sum of TEN DOLLARS (\$10.00) in hand paid, the receipt and sufficiency of which is hereby acknowledged, and other good and valuable consideration to be paid by Pennzoil to Surface Owner as hereinafter set forth, and in further consideration of the covenants to be kept and performed by Pennzoil, Surface Owner does hereby grant unto Pennzoil, its agents, employees, licensees, permittees, successors and assigns, an easement and right to use roads and well sites previously

constructed under that certain Agreement dated March 6, 1974, by and between Juanita C. Smith and Dennis G. Smith, Inc. a Utah Corporation; and Gulf Oil Corporation (which existing roadways and well sites and surface uses constructed in connection therewith are more particularly depicted on Exhibit "A" attached hereto and by reference made a part hereof), together with an easement and right to construct, change the size of, lay, repair, maintain, replace, and operate pipelines with such valves, meters heaters, compressors, pumps and other appurtenances attached thereto for the transportation of oil, gas, water and other fluid substances, and together with an easement to construct, repair, maintain, replace and operate electric telephone lines and such other structures and facilities appurtenant thereto and convenient for Pennzoil's operations thereof on Surface Owner's Land, with the right of ingress and egress for the enjoyment of the easements hereinabove granted and in conjunction with the rights granted under the Pennzoil Leases.

In the event that new information is obtained by either party hereto which necessitates correcting the existing easements and rights-of-way depicted on Exhibit "A", the parties hereto agree to amend same accordingly.

Pennzoil agrees that during the term of this Agreement, concurrent with its commencement of operations for the drilling of any well for oil, gas and/or other hydrocarbons at a site which utilizes any portion of Surface Owner's Lands, Pennzoil will compensate Surface Owner as follows: For each well commenced during the first year of this Agreement, Surface Owner shall receive either (1) the sum of Five Thousand Dollars (\$5,000.00), if one hundred percent (100%) of the well site location is on Surface Owner's Lands, or (2) in the event the Surface Owner owns less than one hundred percent (100%) of the well site location, Surface Owner shall receive an amount equal to the greater of (a) Five Thousand Dollars (\$5,000.00) multiplied by the percentage (if any) of the well site location that is on Surface Owner's Lands, or (b) One Thousand Six Hundred Dollars (\$1,600.00) (such first year payments hereinafter sometimes referred to as the "base compensation"). The applicable base compensation set forth above shall be adjusted annually, beginning on the first anniversary of this Agreement and on each anniversary thereafter (the "Adjustment Date"), by adding to such base compensation an amount obtained by multiplying the applicable base compensation by the increase (if any) which has occurred between the date of this Agreement and the last reporting date immediately prior to the Adjustment Date in the Consumer Price Index for All Urban Consumers, U.S. City Average, as reported by the Bureau of

Labor Statistics of the United States Department of Labor. Should such consumer price index cease to be published, the parties shall agree on an appropriate substitute therefor.

For the purposes hereof, "commencement or commences" shall mean the date on which actual operations begin for the construction of a roadway to a well site or a well site is prepared.

Upon Surface Owners receipt of the applicable monetary consideration outlined above, Surface Owner will forever release Pennzoil, its agents, employees, licensees, permittees, successors and assigns from all claims for damages which result from any Pennzoil operations hereunder and operations attributable to the privileges granted under the Pennzoil leases, which shall include but not be limited to, wellsite installation, roadway installation, pipeline installation, drilling, testing, completing, producing, operating, reworking and abandoning operations conducted by Pennzoil on the Surface Owner's Land affected thereby, and agrees that Pennzoil, its agents, employees, licensees, permittees, successors and assigns, may enter upon said Surface Owner's Land and construct and maintain such roadways, bridges, and other means of access as are necessary to enable Pennzoil on said well sites, for the purpose of erecting all necessary surface equipment, including but not limited to separators and tank battery storage facilities and other related facilities for the operating of any well drilled and operated by Pennzoil on the Surface Owner's Land after the effective date hereof.

For the same consideration, Surface Owner does hereby grant and convey unto Pennzoil, its successors and assigns, the right, at any time and from time to time, to lay, construct, reconstruct, replace, renew, operate, maintain, repair, change the size of, and remove pipes and pipelines for the transportation of oil, petroleum or any of its products, gas, water, saltwater and other substances, or any byproducts thereof, along, over, through, upon, under and across the route of any such lines constructed hereunder, together with rights of ingress and egress to and from said line or lines for the purposes aforesaid.

Prior to the construction of any new roadway, pipeline wellsite or other surface facility, constructed by Pennzoil on Surface Owner's Land, Pennzoil will locate such facilities by survey and promptly provide, without cost, a copy of such survey plat, to Surface Owner at the above address.

Any roadway to be constructed over and upon Surface Owner's Land shall not, if at all possible, exceed forty (40) feet in width and shall be used by Pennzoil in connection with its exploration, exploitation, development operations for oil and gas. Any roadway constructed in accordance with the terms hereof shall be so

constructed with a view of minimizing the extent of surface alternation and damage and to maintain, to the maximum possible, existing aesthetic values.

Pennzoil agrees to maintain the surface of any roadway and wellsite utilized or built hereunder in a condition of good repair and the surface of any roadway in a state of passable condition during the term hereof. Pennzoil further agrees to keep any roadways, well sites, pipelines and other surface facilities clear of any and all refuse and litter resulting from its operations or the actions of persons operating in its employ.

Pennzoil agrees that in the event that any portion of the Surface Owner's Land is acquired by any governmental agency by eminent domain, or otherwise for public purposes, this Agreement shall, as to said so acquired land AND ONLY as to said so acquired land, terminate thereupon and be of no further force and effect, and Pennzoil and Surface Owner shall, respectively, be discharged and released from any further performance or obligation hereunder, except as to Pennzoil's liabilities provided for below. In the event of condemnation or acquisition by governmental agency of any portion of Surface Owner's Land, neither party shall be required to maintain or relocate any portion of the Surface Owner's Land and Surface Owner shall not be required to provide alternate land for relocation. As to improvements constructed and fixtures maintained that are a part of the realty condemned or acquired as aforesaid, Pennzoil shall be paid the fair market value thereof as determined by the condemning agency and all other proceeds, if any, from such condemnation or acquisition shall be paid to Surface Owner for its use and benefit.

Surface Owner shall have the right to use and enjoy said Surface Owner's Land provided, however, that the exercise of such use and enjoyment shall not unreasonably interfere with the rights of Pennzoil herein granted and held and enjoyed by Pennzoil under and in accordance with the terms of the Pennzoil Leases.

Pennzoil agrees in connection with the construction of any facilities herein contemplated, to erect and maintain adequate cattle guards at those points where existing fences are broken and to install irrigation and drainage culverts at those points where said facilities intersect and impede the flow of water in Surface Owner's existing irrigation ditches or the natural drainage courses, all at no cost or expense to Surface Owner.

Surface Owner agrees not to build, create, construct or permit to be built, created, or constructed, any building, lake engineering works or others structures over or on any roadway constructed, well site constructed, pipeline laid or utility lines constructed or laid pursuant to this Agreement which would unreasonably interfere with Pennzoil's rights hereunder or its rights under the Pennzoil Leases.

Pennzoil agrees to assume all liabilities and to hold Surface Owner harmless from all damages or claims arising from Pennzoil's operations upon said Surface Owner's Lands, including but not limited to damages or claims arising from Pennzoil's contractors or subcontractors, provided Pennzoil shall not be held liable or responsible for acts or occurrences beyond Pennzoil's control. This provision shall survive the termination of all or part of this Agreement.

Upon termination of the use of any portion of Surface Owner's Land by Pennzoil for any reason, then Pennzoil shall notify Surface Owner in writing and Surface Owner shall have the option by virtue of providing written notice to Pennzoil to 1) take possession of the affected Surface Owner's Land, including, but not limited to, possession of all roads, culverts, gates, bridges, cattle guards, and other improvements made thereon during Pennzoil's operations and upon receipt by Pennzoil of such notice, Surface Owner shall forever release Pennzoil, its agents, employees, licensees, permittees, successors and assignees from all claims for damages which resulted from Pennzoil operations thereon or 2) request that Pennzoil restore and seed the surface of any abandoned well site with vegetation comparable to the natural vegetation and restore, insofar as practicable, such surface area to its former condition.

Pennzoil agrees to pay any excess taxes that may be assessed directly or indirectly against any of the Surface Owner's Lands by reason of the existence of erected facilities or improvements placed or constructed thereon by Pennzoil.

Pennzoil may, at any time and from time to time relinquish any portion or all of its rights granted herein by giving written notice thereof to Surface Owner by certified mail, postage prepaid, at least ninety (90) days prior to such relinquishment and upon performance of all conditions herein required of Pennzoil, whereupon portions or all of this Agreement shall terminate. Upon termination of this Agreement for any reason and upon abandonment of Surface Owner's Lands, Pennzoil agrees to do all prudent things necessary to restore Surface Owner to its former estate and title in and to said Surface Owner Lands, including the execution and delivery of appropriate conveyances and documents sufficient to accomplish such restoration of estate and title, and to remove all encumbrances or liens against such Surface Owner's Lands, resulting from Pennzoil's occupation or use thereof by virtue of this Agreement.

Pennzoil shall have the right and option to remove from said Surface Owner's Lands, at any time during the term hereof or within six (6) months after the termination of this Agreement, any and all structures, pipes, equipment, and other facilities placed on, over, and under and across any Surface Owner Lands which are the subject

hereto by Pennzoil.

This Agreement shall terminate on the tenth (10th) anniversary hereof unless extended in writing by the parties hereto.

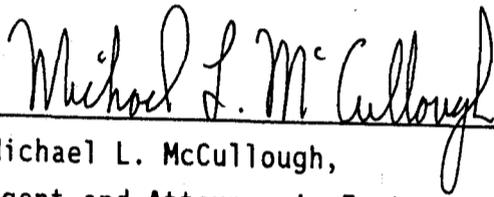
This Agreement and the rights and obligations created hereunder shall not be assigned by Pennzoil without the prior written consent of Surface Owner being had and obtained. Surface Owner agrees it will not unreasonably withhold any such consent.

The terms, conditions and provisions of this Agreement shall be binding upon and shall inure to the benefit of the parties hereto, their respective heirs, personal representatives, successors and assigns.

This Agreement may be executed in any number of counterparts and all such counterparts shall be deemed to constitute a single Agreement and the execution of one counterpart by any party hereto shall have the same force and effect as if said party had signed all other counterparts.

IN WITNESS WHEREOF, the parties have executed this Surface Damage and Right of Way Settlement Agreement on the 4th day of September, 1991 but effective between the parties as of the 1st day of June, 1991.

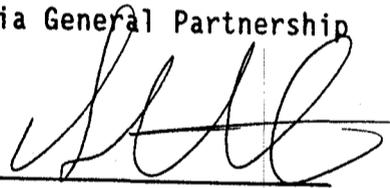
Pennzoil Exploration and Production Company



Michael L. McCullough,
Agent and Attorney-in-Fact

APPROVED	
EXPL	
EXPL	
PROD	
LAND	MC
LAND	
LAND	10/1
LEGAL	

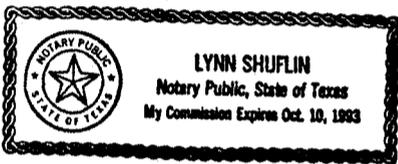
The Smith Family Partnership, a
California General Partnership

By: 

Dennis G. Smith, General Partner

STATE OF TEXAS)
)§
COUNTY OF HARRIS)

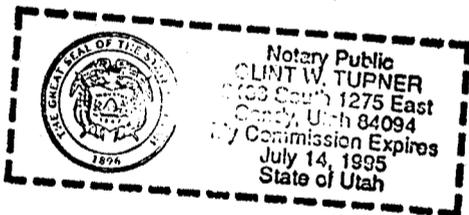
On the 4th day of September, 1991, personally appeared before me, Michael L. McCullough, who, being by me duly sworn, did say that he is the Agent and Attorney-in-Fact of Pennzoil Exploration and Production Company and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and said Michael L. McCullough acknowledged to me that said corporation executed the same.



Lynn Shuflin
Notary Public
Residing at:
~~P.O. Box 2967, Houston, TX 77252~~
13607 Corsa, Houston, TX 77014

STATE OF UTAH)
)§
COUNTY OF Utah)

The foregoing instrument was acknowledged before me this 16th day of September, 1991, by Dennis G. Smith, partner (or agent) on behalf of The Smith Family Partnership, a partnership.

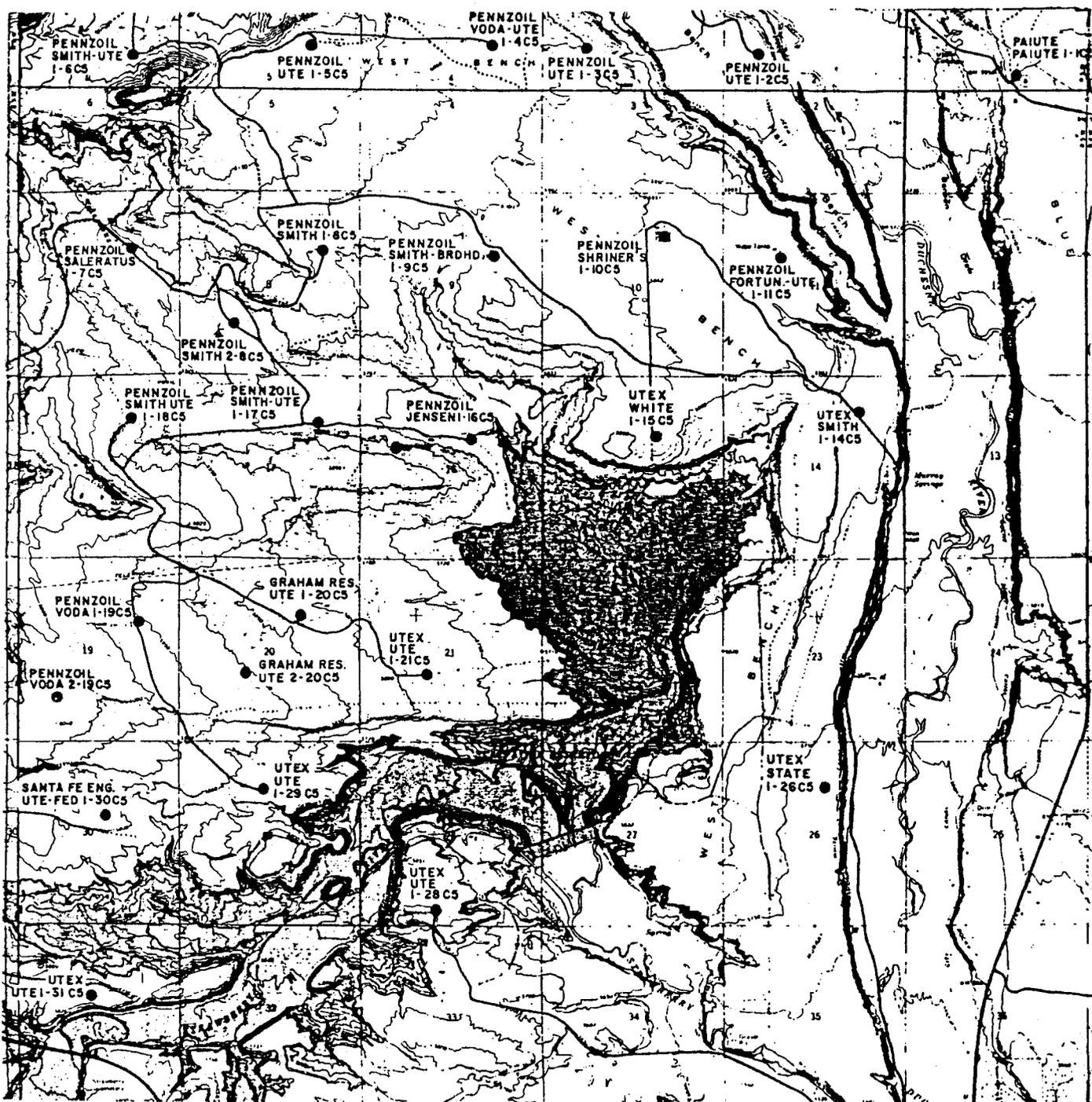


Clint W. Turner
Notary Public
Residing at:
Sandy, Utah

EXHIBIT "A"

Attached to and made a part of that certain Surface Damage and Right-of-Way Settlement Agreement dated September 4, 1991.

Township 3 South, Range 5 West, U.S.M.
Duchesne County, Utah



UTEX OIL COMPANY		
WELL LOCATION MAP WITH ROADS AND TOPOGRAPHY		
Altamont & Bluebell Oil Fields Duchesne & Uintah Counties, Utah		
By Drafting Gas	Approved Date June, 1986 Revised	DRAWING NO. 3

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 07/31/98

API NO. ASSIGNED: 43-013-32112

WELL NAME: OWL 3-17-C5
 OPERATOR: BARRETT RESOURCES CORP (N9305)
 CONTACT: Doug Barone (435) 722-1325

PROPOSED LOCATION:
 SWNW 17 - T03S - R05W
 SURFACE: 1525-FNL-1200-FWL
 BOTTOM: 1525-FNL-1200-FWL
 DUCHESNE COUNTY
 ALTAMONT FIELD (055)

INSPECT LOCATION BY: 08/15/98		
TECH REVIEW	Initials	Date
Engineering	9-16-98	RJK
Geology		
Surface		

LEASE TYPE: FEE
 LEASE NUMBER:
 SURFACE OWNER: Fee

PROPOSED FORMATION: WSTC

RECEIVED AND/OR REVIEWED:

Plat

Bond: Federal State Fee
 (No. 5865241)

Potash (Y/N)

Oil Shale (Y/N) *190-5(B)

Water Permit
 (No. Nebeker)

RDCC Review (Y/N)
 (Date: _____)

St/Fee Surf Agreement (Y/N)

LOCATION AND SITING:

R649-2-3. Unit _____

R649-3-2. General

R649-3-3. Exception

Drilling Unit
 Board Cause No: 139-42
 Date: 4-12-85

COMMENTS: * Need Prosite

STIPULATIONS: ① Top of production liner shall be 100 feet above (8900') the bottom of the intermediate casing (9000').

② STATEMENT OF BASIS

**DIVISION OF OIL, GAS AND MINING
APPLICATION FOR PERMIT TO DRILL
STATEMENT OF BASIS**

Operator Name: BARRETT RESOURCES CORPORATION
Name & Number: OWL #3-17C5
API Number: 43-013-32112
Location: 1/4, 1/4 SW/NW Sec. 17 T. 3S R. 5W

Geology/Ground Water:

The base of the moderately saline water is at approximately 1500 feet in this area. Fresh water may be encountered in the Uinta Formation which is found on the surface and continues in the subsurface to the top of the Green River Formation. The proposed surface casing will be set at 900 feet and cemented to surface. A proposed intermediate casing string will be set at 9000 feet and cemented to surface. The proposed casing and cement program should adequately protect any fresh water resources present.

Reviewer: Brad Hill

Date: 9/21/98

Surface:

A landowner agreement was signed, and damages paid, for surface disturbance. Landowner declined offer to participate in onsite evaluation. This well originally was staked just south of the currently proposed location but was moved for topographic reasons and is now an ideal location with no viable problems. No surface water was found during onsite but a drainage with flash flood potential was identified just north of the proposed location.

Reviewer: DENNIS L. INGRAM

Date: September 8, 1998

Conditions of Approval/Application for Permit to Drill:

1. A 12 mil liner shall be installed in the reserve pit to prevent seepage into Any ground water or drainage ditches that lead to Starvation reservoir.

Well name:	Barrett 3-17-C5	
Operator:	Barrett Resources Corp.	Project ID:
String type:	Surface	43-013-32112
Location:	Duchesne Co.	

Design parameters:

Collapse

Mud weight: 8.500 ppg
 Internal fluid density: 4.170 ppg

Minimum design factors:

Collapse:

Design factor 1.125

Environment:

H2S considered? No
 Surface temperature: 75 °F
 Bottom hole temperature 88 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 350 ft

Burst:

Design factor 1.00

Cement top: Surface

Burst

Max anticipated surface pressure: 0 psi
 Internal gradient: 0.519 psi/ft
 Calculated BHP 468 psi

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.80 (J)
 Buttress: 1.60 (J)
 Premium: 1.50 (J)
 Body yield: 1.50 (B)

Non-directional string.

No backup mud specified.

Tension is based on buoyed weight.
 Neutral point: 787 ft

Re subsequent strings:

Next setting depth: 9,000 ft
 Next mud weight: 10.000 ppg
 Next setting BHP: 4,675 psi
 Fracture mud wt: 19.250 ppg
 Fracture depth: 900 ft
 Injection pressure 900 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	900	9.625	36.00	J-55	ST&C	900	900	8.796	64.1
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	202	2020	9.98	468	3520	7.53	28	394	13.91 J

Prepared RJK
 by: Department of Natural Resources

Date: September 16, 1998
 State of Utah

STIPULATIONS: Top of production liner shall be 100 feet above (8900') the bottom of intermediate casing (9000').
 Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
 Collapse is based on a vertical depth of 900 ft, a mud weight of 8.5 ppg. An internal gradient of .217 psi/ft was used for collapse from TD to 0 ft.
 In addition, burst strength is biaxially adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	Barrett 3-17-C5	
Operator:	Barrett Resources Corp.	Project ID:
String type:	Intermediate	43-013-32112
Location:	Duchesne Co.	

Design parameters:

Collapse

Mud weight: 10.000 ppg
 Internal fluid density: 4.170 ppg

Minimum design factors:

Collapse:

Design factor 1.125

Environment:

H2S considered? No
 Surface temperature: 75 °F
 Bottom hole temperature: 201 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 350 ft

Burst:

Design factor 1.00

Cement top: 8,323 ft

Burst

Max anticipated surface pressure: 0 psi
 Internal gradient: 0.649 psi/ft
 Calculated BHP: 5,844 psi
 Annular backup: 4.17 ppg

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.80 (J)
 Buttress: 1.60 (J)
 Premium: 1.50 (J)
 Body yield: 1.50 (B)

Non-directional string.

Tension is based on buoyed weight.

Neutral point: 7,635 ft

Re subsequent strings:

Next setting depth: 9,900 ft
 Next mud weight: 12.500 ppg
 Next setting BHP: 6,429 psi
 Fracture mud wt: 19.250 ppg
 Fracture depth: 9,000 ft
 Injection pressure: 9,000 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	9000	5.5	17.00	J-55	LT&C	9000	9000	4.767	310.1
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	2726	4910	1.80	3895	5320	1.37	130	247	1.90 J

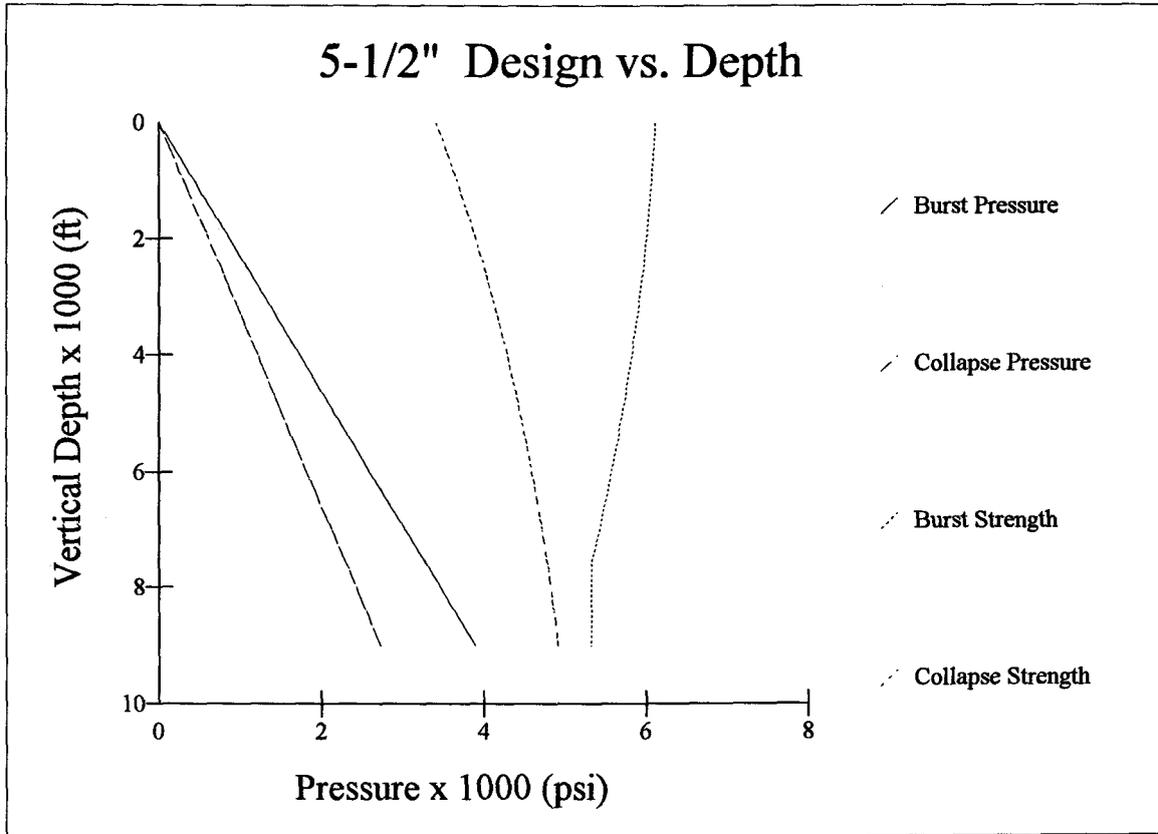
Prepared RJK
 by: Department of Natural Resources

Date: September 16, 1998
 State of Utah

STIPULATIONS: Top of production liner shall be 100 feet above (8900') the bottom of intermediate casing (9000'). Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension. Collapse is based on a vertical depth of 9000 ft, a mud weight of 10 ppg. An internal gradient of .217 psi/ft was used for collapse from TD to 0 ft. In addition, burst strength is biaxially adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Barrett 3-17-C5 - Intermediate



Well name:	Barrett 3-17-C5	
Operator:	Barrett Resources Corp.	Project ID:
String type:	Liner: Production	43-013-32112
Location:	Duchesne Co.	

Design parameters:

Collapse
Mud weight: 12.500 ppg
Internal fluid density: 4.170 ppg

Minimum design factors:

Collapse:
Design factor 1.125

Environment:

H2S considered? No
Surface temperature: 75 °F
Bottom hole temperature 214 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 350 ft

Burst:
Design factor 1.00

Cement top: 8,865 ft

Burst

Max anticipated surface pressure: 0 psi
Internal gradient: 0.649 psi/ft
Calculated BHP 6,429 psi
Annular backup: 4.17 ppg

Tension:
API - tubing: 1.60 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Liner top: 8,900 ft
Non-directional string.

Tension is based on buoyed weight.
Neutral point: 9,714 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	1000	3.5	10.20	J-55	N/U 10rd	9900	9900	2.797	20.2
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	4284	8330	1.94	4284	7950	1.86	8	127	15.32 J

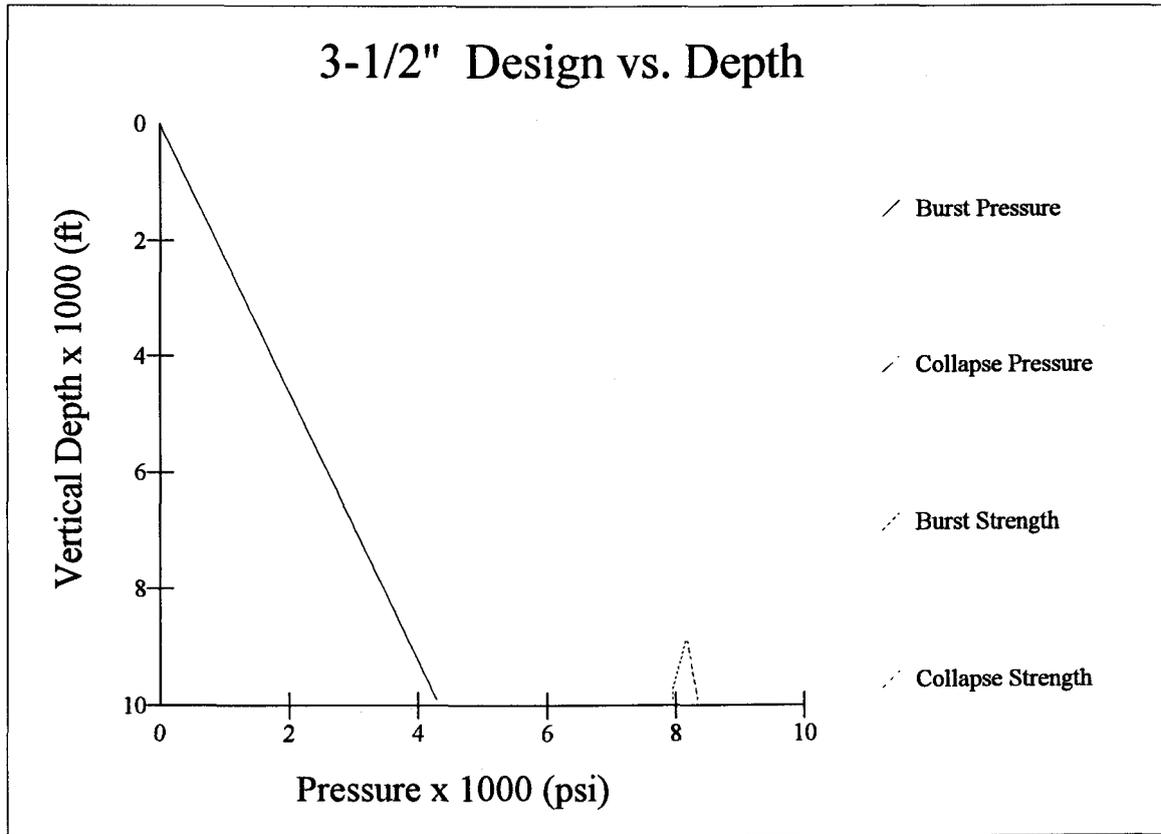
Prepared RJK
by: Department of Natural Resources

Date: September 16, 1998
State of Utah

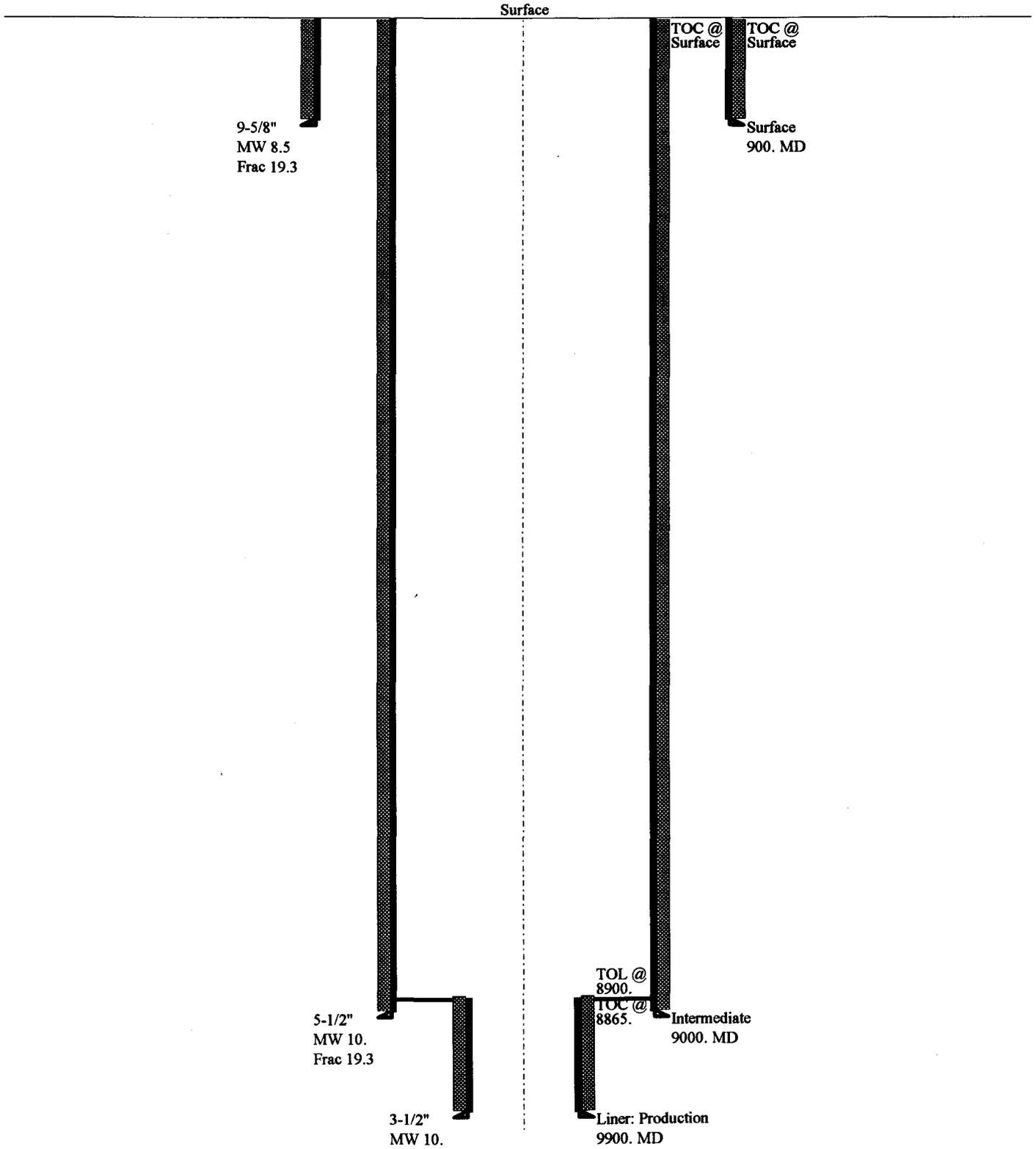
STIPULATIONS: Top of production liner shall be 100 feet above (8900') the bottom of intermediate casing (9000').
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
For this liner string, the top is rounded to the nearest 100 ft. Collapse is based on a vertical depth of 9900 ft, a mud weight of 12.5 ppg. An internal
In addition, burst strength is biaxially adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Barrett 3-17-C5 - Liner: Production



Barrett 3-17-C5 Casing Schematic



ON-SITE PREDRILL EVALUATION

Division of Oil, Gas and Mining

OPERATOR: BARRETT RESOURCES
WELL NAME & NUMBER: OWL #3-17C5
API NUMBER: 43-013-32112
LEASE: FEE FIELD/UNIT: ALTAMONT
LOCATION: 1/4, 1/4 SW/NW Sec: 17 TWP: 3S RNG: 5W 1525' FNL 1200' FWL
GPS COORD (UTM): 12 544369E; 4452410N
SURFACE OWNER: MARY F. STANLEY, OWL & THE HAWK, L.C.

PARTICIPANTS

DOUG BARONE (BARRETT RESOURCES), STEVE JENSEN (J&R CONSTRUCTION),
DENNIS L. INGRAM (DOGM)

REGIONAL/LOCAL SETTING & TOPOGRAPHY

LOCATED APPROXIMATELY 6.7 MILES WEST OF DUCHESNE ON HIGHWAY 40 THEN
NORTH 4.3 MILES ALONG RABBIT GULCH ACCESS. LEASE WAS STAKED JUST
NORTH OF ACCESS ROAD INTO THE #2-17C5 ON RELATIVELY FLAT GROUND THAT
SLOPES SLIGHTLY NORTH IN AN EAST WEST WASH WITH ROCKY LEDGED CLIFFS TO
THE NORTH AND SOUTH. STARVATION RESERVOIR IS LOCATED 1.3 MILES
SOUTHEAST OF PROPOSED WELLSITE.

SURFACE USE PLAN

CURRENT SURFACE USE: LIVESTOCK GRAZING AND WILDLIFE USE.

PROPOSED SURFACE DISTURBANCE: 140'X 300' PLUS RESERVE PIT MEASURING
180'X 70'X 10' DEEP

LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: 1-17C5, 2-8C5, AND
THE UTE SMITH 2-17C5 DISPOSAL WELL.

LOCATION OF PRODUCTION FACILITIES AND PIPELINES: COMMINGLED OR PIPED
TO THE #1-17C5 LOCATION.

SOURCE OF CONSTRUCTION MATERIAL: NATIVE CUT AND FILL WITH SOME GRAVEL
HAULED IN IF A PRODUCING WELL IS MADE.

ANCILLARY FACILITIES: NONE.

WASTE MANAGEMENT PLAN:

SUBMITTED WITH APD

ENVIRONMENTAL PARAMETERS

AFFECTED FLOODPLAINS AND/OR WETLANDS: N/A

FLORA/FAUNA: GREASEWOOD, SAGEBRUSH, CACTUS, AND GRASSLAND GONE TO WEED DEER & ELK WINTER RANGE, COYOTE, COUGAR, RABBIT, RAPTURES, ETC.

SOIL TYPE AND CHARACTERISTICS: LIGHT BROWN SANDY LOAM

SURFACE FORMATION & CHARACTERISTICS: UINTA FORMATION

EROSION/SEDIMENTATION/STABILITY: MINOR EROSION, SOME SEDIMENTATION, NO STABILITY PROBLEMS.

PALEONTOLOGICAL POTENTIAL: NONE OBSERVED DURING ONSITE INSPECTION.

RESERVE PIT

CHARACTERISTICS: 180'X 70'X 10' DEEP IN CUT ON SOUTH SIDE OF LOCATION.

LINER REQUIREMENTS (Site Ranking Form attached): 30 POINTS

SURFACE RESTORATION/RECLAMATION PLAN

SEE ATTACHED PLAN TO APD

SURFACE AGREEMENT: YES

CULTURAL RESOURCES/ARCHAEOLOGY: FEE SURFACE

OTHER OBSERVATIONS/COMMENTS

FLASH FLOOD TYPE DRAINAGE LOCATED APPROXIMATELY 300 FEET NORTH OF WELL CENTER, THAT DRAINS INTO STARVATION RESERVOIR, APPROXIMATELY 1 1/4 MILE EAST. SANDSTONE OUTCROPPINGS JUST NORTH AND SOUTH OF PROPOSED LOCATION.

ATTACHMENTS:

PHOTOS OF LOCATION SURFACE IN PREDRILL CONDITION.

DENNIS L. INGRAM
DOGM REPRESENTATIVE

8/2/98 9:00 A.M.
DATE/TIME

**Evaluation Ranking Criteria and Ranking Score
For Reserve and Onsite Pit Liner Requirements**

<u>Site-Specific Factors</u>	<u>Ranking</u>	<u>Site Ranking</u>
Distance to Groundwater (feet)		
>200	0	
100 to 200	5	
75 to 100	10	
25 to 75	15	
<25 or recharge area	20	<u>0</u>
Distance to Surf. Water (feet)		
>1000	0	
300 to 1000	2	
200 to 300	10	
100 to 200	15	
< 100	20	<u>0</u>
Distance to Nearest Municipal Well (feet)		
>5280	0	
1320 to 5280	5	
500 to 1320	10	
<500	15	<u>0</u>
Distance to Other Wells (feet)		
>1320	0	
300 to 1320	10	
<300	20	<u>0</u>
Native Soil Type		
Low permeability	0	
Mod. permeability	10	
High permeability	20	<u>10</u>
Fluid Type		
Air/mist	0	
Fresh Water	5	
TDS >5000 and <10000	15	
TDS >10000 or Oil Base	20	
Mud Fluid containing high levels of hazardous constituents		<u>5</u>
Drill Cuttings		
Normal Rock	0	
Salt or detrimental	10	<u>0</u>
Annual Precipitation (inches)		
<10	0	
10 to 20	5	
>20	10	<u>0</u>
Affected Populations		
<10	0	
10 to 30	6	
30 to 50	8	
>50	10	<u>0</u>
Presence of Nearby Utility		
Conduits		
Not Present	0	
Unknown	10	
Present	15	<u>15</u>
Final Score (Level I Sensitivity)		<u>30</u>



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

1594 West North Temple, Suite 1210
PO Box 145801
Salt Lake City, Utah 84114-5801
801-538-5340
801-359-3940 (Fax)
801-538-7223 (TDD)

Michael O. Leavitt
Governor

Lowell P. Braxton
Division Director

September 21, 1998

Barrett Resources Corporation
30 West 425 South
Roosevelt, Utah 84066

Re: Owl 3-17-C5 Well, 1525' FNL, 1200' FWL, SW NW, Sec. 17,
T. 3 S., R. 5 W., Duchesne County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. 40-6-1 et seq., Utah Administrative Code R649-3-1 et seq., and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-013-32112.

Sincerely,

A handwritten signature in cursive script that reads "John R. Baza".

John R. Baza
Associate Director

lwp

Enclosures

cc: Duchesne County Assessor
Bureau of Land Management, Vernal District Office

Operator: Barrett Resources Corporation
Well Name & Number: Owl 3-17-C5
API Number: 43-013-32112
Lease: Fee
Location: SW NW Sec. 17 T. 3 S. R. 5 W.

Conditions of Approval

1. General
Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for Permit to Drill.
2. Notification Requirements
Notify the Division within 24 hours prior to spudding the well. Contact Jim Thompson at (801)538-5336.

Notify the Division prior to commencing operations to plug and abandon the well. Contact Dan Jarvis at (801) 538-5338 or Robert Krueger at (801) 538-5274.
3. Reporting Requirements
All required reports, forms and submittals shall be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.
4. Top of production liner shall be 100 feet above (8900') the bottom of the intermediate casing (9000').
5. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

OPERATOR BARRETT RESOURCES CORP.
 ADDRESS 1515 ARAPAHOE ST, TOWER 3, #1000
DENVER, COLORADO 80202

OPERATOR ACCT. NO. N 9305

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
A	99999	12476	43-013-32112	OWL 3-17C5	NW/NW	17	3S	5W	DUCHESNE	9/29/98	
WELL 1 COMMENTS: <i>entity added 10.9.98. KDR</i>											
WELL 2 COMMENTS:											
WELL 3 COMMENTS:											
WELL 4 COMMENTS:											
WELL 5 COMMENTS:											

- ACTION CODES (See instructions on back of form)
- A - Establish new entity for new well (single well only)
 - B - Add new well to existing entity (group or unit well)
 - C - Re-assign well from one existing entity to another existing entity
 - D - Re-assign well from one existing entity to a new entity
 - E - Other (explain in comments section)

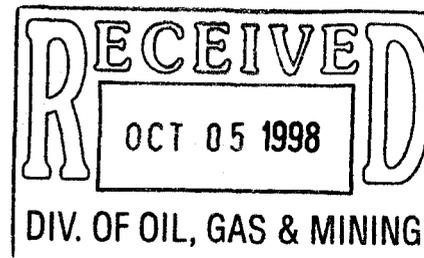
NOTE: Use COMMENT section to explain why each Action Code was selected.

(3/89)

Greg Davis
 Signature

PRODUCTION SERVICES SUPERV 9/30/98
 Title Date

Phone No. (303) 572-3900



4

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING
DRILLING INSPECTION FORM

OPERATOR: BARRETT RESOURCES CORP COMPANY REP: JOHN MORRIS

WELL NAME OWL #3-17C5 API NO 43-013-32112

QTR/QTR: SW/NW SECTION: 17 TWP: 3S RANGE: 5W

CONTRACTOR: NABORS DRILLING COMPANY RIG NUMBER: #457

INSPECTOR: DENNIS L. INGRAM TIME: 11:45 AM DATE: 10/5/98

SPUD DATE: DRY: 9/23/98 ROTARY: 9/29/98 PROJECTED T.D.: 9,900

OPERATIONS AT TIME OF VISIT: DRILLING AHEAD AT 947'

WELL SIGN: Y MUD WEIGHT 8.4 LBS/GAL BOPE: Y
BLOOE LINE: Y FLARE PIT: Y H2S POTENTIAL: N

ENVIRONMENTAL:

RESERVE PIT: Y FENCED: Y LINED: Y PLASTIC: Y
RUBBER: _____ BENTONITE: _____ SANITATION: (2)

BOPE TEST RECORDED IN THE RIG DAILY TOUR BOOK: YES,

1800 PSI ON MANIFOLD; 2700 PSI ON ACCUMULATOR,

REMARKS:

(RIG CAME FROM COLORADO) OPERATOR HAS SET 947' OF 9 5/8" ST&C K-55 SURFACE PIPE AT 961'. THEY CEMENTED SAME TO SURFACE AND HAD CEMENT FALL BACK APPROXIMATELY 20'. A ONE-INCH CEMENT JOB WAS DONE TO BRING CEMENT TO SURFACE.

OPERATOR SAYS THEY MIGHT ATTEMPT TO DRILL TO 9900' WITHOUT RUNNING INTERMEDIATE CASING IF THEY DON'T ENCOUNTER ANY HOLE PROBLEMS OR GAS. THEIR APD IS APPROVED FOR INTERMEDIATE CASING AT 9000'. HOWEVER, THE WASATCH FORMATION TOP IS MARKED AT 8435'. I EXPLAINED TO SAID OPERATOR THAT DRILLING BEYOND CASING POINT WOULD REQUIRE PERMISSION FROM DOGM, AND TO MAKE SURE THEY CONTACT THE SALT LAKE OFFICE BEFORE DOING SO.

STATE OF UTAH
 DEPARTMENT OF NATURAL RESOURCES
 DIVISION OF OIL, GAS, AND MINING

SUBMIT IN TRIPLICATE*
 (Other instructions on reverse side)

5. LEASE DESIGNATION AND SERIAL NO.

FEE

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir.
 Use "APPLICATION FOR PERMIT--" for such proposals.)

1. Oil Well Gas Well Other

7. UNIT AGREEMENT NAME

2. NAME OF OPERATOR
 BARRETT RESOURCES CORPORATION

8. FARM OR LEASE NAME
 OWL

3. ADDRESS OF OPERATOR
 30 WEST 425 SOUTH (330-5), ROOSEVELT, UTAH 84066

9. WELL NO.
 3-17C5

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.*
 See also space 17 below.)
 At surface
 1525' FNL 1200' FWL
 NWNW SEC. 17, T3S, R5W

10. FIELD AND POOL, OR WILDCAT
 ALTAMONT/BLUEBELL

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA

DUCHESNE, UTAH

14. PERMIT NO.

15. ELEVATIONS (Show whether DF, RT, GR, ETC.)
 5818.1' GRADED GROUND

12. COUNTY OR PARISH 13. STATE
 DUCHESNE UTAH

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO :

SUBSEQUENT REPORT OF :

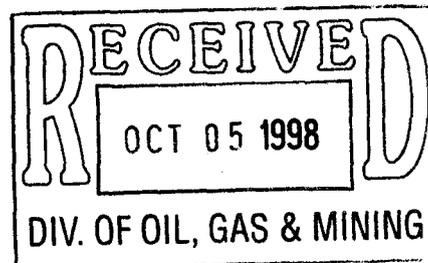
TEST WATER SHUT-OFF PULL OR ALTER CASING
 FRACTURE TREAT MULTIPLE COMPLETE
 SHOOT OR ACIDIZE ABANDON*
 REPAIR WELL CHANGE PLANS
 (Other)

WATER SHUT-OFF REPAIRING WELL
 FRACTURE TREATMENT ALTERING CASING
 SHOOTING OR ACIDIZING ABANDONMENT*
 (Other) NOTICE OF SPUD
 (Note: Report results of multiple completion on Well Completion or recompletion Report and Log form.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

PLEASE BE ADVISED THE SUBJECT WELL WAS SPUD AT 7 P.M. 9/29/98.

API# 43-013-32112



18. I hereby certify that the foregoing is true and correct

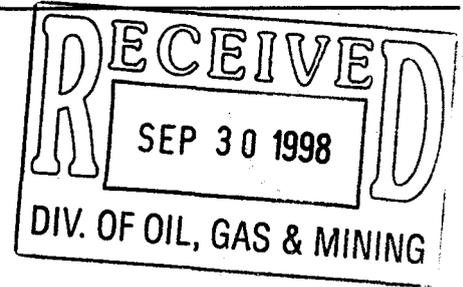
SIGNED Greg Davis TITLE PRODUCTION SERVICES SUPERVISOR DATE 9/30/98

(This space for Federal or State Office use)

APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY :

*See Instruction on Reverse Side



September 28, 1998

Bureau of Land Management
Vernal District Office, Division of Minerals
170 South 500 East
Vernal, Utah 84078

Attn: Mr. Edwin I. Forsman

Re: Sundry Notices and Reports on Wells (Form 3160-5)

Dear Mr. Forsman:

Enclosed are the above referenced documents providing the weekly status or surface spud information for wells on our current drilling program. If you should have any questions, please contact me at (303) 382-4441.

Sincerely,

Shannon Smith

Shannon Smith
Engineering Secretary

Enclosures

Cc: State of Utah, Division of Oil, Gas and Mining
P.O. Box 145801
Salt Lake City, Utah 84114-5801
Well File - Denver
Well File - Roosevelt

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells. Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

5. Lease Designation and Serial Number:
Fee

6. If Indian, Alutian or Tribe Name:

7. Unit Agreement Name:

8. Well Name and Number:
OWL 3-17C5

9. API Well Number:
43-013-32112

10. Field and Pool, or Wildcat:
ALTAMONT/BLUEBELL

1. Type of Well: OIL GAS OTHER:

2. Name of Operator:
BARRETT RESOURCES CORPORATION

3. Address and Telephone Number:
1515 ARAPAHOE ST., TOWER 3 STE 1000 DENVER, COLORADO 80202 (303) 572-3900

4. Location of Well
Footages: 1525' FNL 1200 FWL
Co. Sec., T., R., M.: SW NW, sec 17, T35, R5W

County: DUCHESNE
State: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)
<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Multiple Completion <input type="checkbox"/> Other _____	<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input checked="" type="checkbox"/> Other <u>PROGRESS REPORT</u>
<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Recomplete <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off	<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off
Approximate date work will start _____	Date of work completion _____

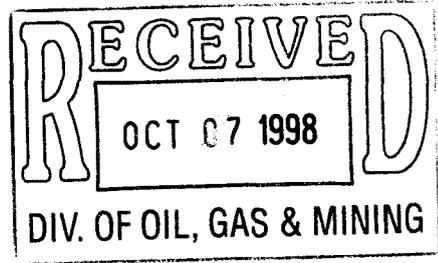
Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.
* Must be accompanied by a cement verification report.

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and vertical depths for all markers and zones pertinent to this work.)

PLEASE SEE ATTACHED PROGRESS REPORT FOR THE PERIOD 9/30/98
THROUGH 10/5/98

13. Name & Signature: PAT SALWEROWICZ *Pat Salwerowicz* Title: PRODUCTION ANALYST Date: 10/5/98

(This space for State use only)



DRILLING

3-17C5

1525' FNL 1200' FWL

Sec. 17-T3S-R5W

Duchesne Cty., Utah

Objective: L. Green River/Wasatch

BRC WI:

PTD: 9900'

Spud Date: 09/29/98

9-30 Depth: 217' Operation: Drlg 24 hr footage 164' Day 1
MW 8.9 Vis 28 Spud @7 p.m. 9-29-98 2° @120' 2 1/2°
@150'

10-01 Depth: 424' Operation: WO Rotary Table 24 hr footage
207' Day 2 MW 8.9 Vis 27 1 1/2° @298' Rotary table
locked up-new table should be in this a.m.

10-02 Depth: 555' Operation: Drlg 24 hr footage 131' Day 3
MW 8.6 Vis 27 2° @390' 1 1/2° @479' RR 1½ hrs

10-03 Depth: 745' Operation: Drlg 24 hr footage 190' Day 4
MW 8.4 Vis 27 1 3/4° @550' 2° @655' Trip for Bit #2 @638'

10-04 Depth: 967' Operation: Cir to Run Surface Csg 24 hr
footage 222' Day 5 MW 8.4 Vis 27 1 1/2° @728' 2 1/4°
@821'

10-05 Depth: 967' Operation: Test BOP 24 hr footage 0' Day
6 MW 8.4 Vis 27 Ran 23 jts 9 5/8 36# K55 csg, 947.26' set
@961.26' cem w/325 sx Lite 2% CC, tailed w/265 sx, plug dn
@12 noon 10-4-98, 35 bbls of slurry back, cem fill 15' below
ground level, top job 20 sks, good job

STATE OF UTAH
 DEPARTMENT OF NATURAL RESOURCES
 DIVISION OF OIL, GAS, AND MINING

(Other instructions on
 reverse side)

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir.
 Use "APPLICATION FOR PERMIT--" for such proposals.)

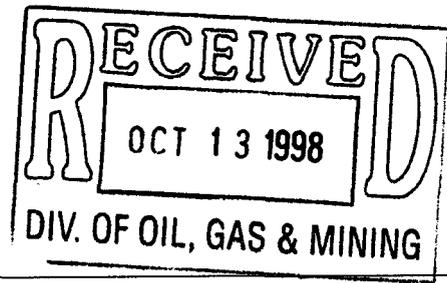
		5. LEASE DESIGNATION AND SERIAL NO. FEE	
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME	
1. Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/>		7. UNIT AGREEMENT NAME	
2. NAME OF OPERATOR BARRETT RESOURCES CORPORATION		8. FARM OR LEASE NAME OWL	
3. ADDRESS OF OPERATOR 30 WEST 425 SOUTH (330-5), ROOSEVELT, UTAH 84066		9. WELL NO. 3-17C5	
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.) At surface 1525' FNL 1200' FWL SWNW SEC. 17, T3S, R5W <i>SW</i>		10. FIELD AND POOL, OR WILDCAT ALTAMONT/BLUEBELL	
		11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA DUCHESNE, UTAH	
14. PERMIT NO. 43-013-32112	15. ELEVATIONS (Show whether DF, RT, GR, ETC.) 5818.1' GRADED GROUND	12. COUNTY OR PARISH DUCHESNE	13. STATE UTAH

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO :		SUBSEQUENT REPORT OF :	
TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	(Other) <u>PROGRESS REPORT</u> <input type="checkbox"/>	
(Other) <input type="checkbox"/>		(Note: Report results of multiple completion on Well Completion or recompletion Report and Log form.)	

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

PLEASE SEE ATTACHED PROGRESS REPORT FOR THE PERIOD 10/6/98 - 10/9/98.



18. I hereby certify that the foregoing is true and correct

SIGNED PAT SALWEROWICZ *Pat Salwerowicz* TITLE PRODUCTION ANALYST DATE 10/9/98

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY :

*See Instruction on Reverse Side

DRILLING

3-17C5

1525' FNL 1200' FWL
Sec. 17-T3S-R5W
Duchesne Cty., Utah
Objective: L. Green River/Wasatch
PTD: 9900'
Spud Date: 09/29/98

10-06 Depth: 1390' Operation: Drlg 24 hr footage 423'
Day 7 MW 8.5 Vis 30 1° @966' 1° @1092' 1° @1281' 1°
@1373' 3 hrs drill cem & shoe-1½ hrs WO rotating head
Possible water zone-tr of water on trip @1303' No pit gain

DRILLING

3-17C5

1525' FNL 1200' FWL
Sec. 17-T3S-R5W
Duchesne Cty., Utah
Objective: L. Green River/Wasatch
PTD: 9900'
Spud Date: 09/29/98

10-07 Depth: 2005' Operation: Drlg 24 hr footage 615' Day
8 MW 8.6 Vis 29 1° @1746' 1° @1872'

DRILLING

3-17C5

1525' FNL 1200' FWL
Sec. 17-T3S-R5W
Duchesne Cty., Utah
Objective: L. Green River/Wasatch
PTD: 9900'
Spud Date: 09/29/98

10-08 Depth: 2430' Operation: Drlg 24 hr footage 425' Day
9 MW 8.6 Vis 30 WL 14 2° @2155' 1 1/2° @2313' 2°
@2407'

DRILLING

3-17C5

1525' FNL 1200' FWL
Sec. 17-T3S-R5W
Duchesne Cty., Utah
Objective: L. Green River/Wasatch
BRC WI: 9.706265
Spud Date: 09/29/98

10-09 Depth: 2870' Operation: Drlg 24 hr footage 440' Day
10 MW 8.6 Vis 29 WL 15 2 ½° @2470' 3° @2597' 1 3/4°
@2722' 1 1/2° @2846' Drlg break 2770-2782'-no gain or loss
DWC: \$8,747. AWC: \$192,860.

STATE OF UTAH
 DEPARTMENT OF NATURAL RESOURCES
 DIVISION OF OIL, GAS, AND MINING

(Other instructions on
 reverse side)

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir.
 Use "APPLICATION FOR PERMIT--" for such proposals.)

5. LEASE DESIGNATION AND SERIAL NO.

FEE

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

1. Oil Well Gas Well Other

7. UNIT AGREEMENT NAME

2. NAME OF OPERATOR
 BARRETT RESOURCES CORPORATION

8. FARM OR LEASE NAME

OWL

3. ADDRESS OF OPERATOR
 30 WEST 425 SOUTH (330-5), ROOSEVELT, UTAH 84066

9. WELL NO.

3-17CS

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.*
 See also space 17 below.)
 At surface

10. FIELD AND POOL, OR WILDCAT

ALAMONT/BLUEBELL

1525' FNL 1200' FWL
 NWNW SEC. 17, T3S, R5W

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA

DUCHESNE, UTAH

14. PERMIT NO.
 43-013-22112

15. ELEVATIONS (Show whether DF, RT, GR, ETC.)
 5818.1' GRADED GROUND

12. COUNTY OR PARISH
 DUCHESNE

13. STATE
 UTAH

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:

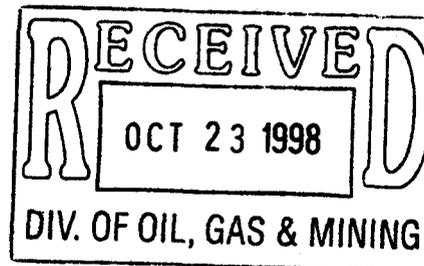
SUBSEQUENT REPORT OF:

TEST WATER SHUT-OFF PULL OR ALTER CASING
 FRACTURE TREAT MULTIPLE COMPLETE
 SHOOT OR ACIDIZE ABANDON*
 REPAIR WELL CHANGE PLANS
 (Other)

WATER SHUT-OFF REPAIRING WELL
 FRACTURE TREATMENT ALTERING CASING
 SHOOTING OR ACIDIZING ABANDONMENT*
 (Other)_PROGRESS REPORT
 (Note: Report results of multiple completion on Well Completion or recompletion Report and Log form.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

PLEASE SEE ATTACHED PROGRESS REPORT FOR THE PERIOD 10/10/98 - 10/21/98.



18. I hereby certify that the foregoing is true and correct.
 SIGNED PAT SALWEROWICZ *Pat Salwerowicz* TITLE PRODUCTION ANALYST DATE 10/21/98

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____
 CONDITIONS OF APPROVAL, IF ANY:

*See Instruction on Reverse Side

DRILLING

3-17C5

1525' FNL 1200' FWL

Sec. 17-T3S-R5W

Duchesne Cty., Utah

Objective: L. Green River/Wasatch

PTD: 9900'

Spud Date: 09/29/98

10-10 Depth: 3235' Operation: Drlg 24 hr footage 365' Day
11 MW 8.6 Vis 29 WL 15 2½° @2974' 2 3/4° @3065' 2°
@3150' Trip for Bit #4 @3065' 70/75 bbl/hr water flow during
trip-no pit gain while drlg

10-11 Depth: 3684' Operation: Drlg 24 hr footage 449' Day
12 MW 8.6 Vis 31 WL 14 1 1/2° @3280' 1 3/4° @3376'
3° @3523' 2 1/2° @3660' Tr of heavy oil @3530'

10-12 Depth: 4224' Operation: Drlg 24 hr footage 540' Day
13 MW 8.7 Vis 41 WL 14 2 1/2° @3788' 2 3/4° @3849' 3°
@4003' 2 3/4° @4129' BGG 15-54 CG 15-85 Spotty dark
brown oil in sands @3800# when mud logging operations
began

10-13 Depth: 4475' Operation: Drlg 24 hr footage 251' Day
14 MW 8.6 Vis 29 WL 16 2° @4288' 3° @4381' 4° @4444'
Trip for 2 holes in string-one in DP & one in DC BGG 15-
240 CG 40-660 TG 482 @4214'

10-14 Depth: 4810' Operation: Drlg 24 hr footage 335' Day
15 MW 8.9 Vis 31 WL 14 4° @4506' 3° @4537' 1 3/4°
@4569' 2° @4630' 3° @4693' 3° @4755' 2 3/4° @4786'
BGG 15-280 CG 490-1440

10-15 Depth: 5200' Operation: Drlg 24 hr footage 390' Day
16 MW 8.9 Vis 30 WL 14 2° @4878' 1° @4972' 2 1/2°
@5067' 3° @5161' BBG 20-165 CG 95-760 Should be to DST
depth @approx 8:30 a.m. this a.m.

10-16 Depth: 5400' Operation: Drlg 24 hr footage 200' Day
17 MW 9 Vis 30 WL 13.5 No shows @DST point-No gain no
loss on trip for Bit #5 BBG 15-90 CG 35-165 TG @5349' 845

10-17 Depth: 5725' Operation: Drlg 24 hr footage 325' Day 18 MW 9 Vis 33 WL 14 1° @5411' 2° @5505' 1° @5695' BGG 25-50 CG 40-195

10-18 Depth: 5948' Operation: Trip for Pressure Loss 24 hr footage 223' Day 19 MW 8.9 Vis 31 WL 14 1° @5729' 1° @5823' Trip for hole in string-found nothing-no flow on trip BGG 15-65 CG 45-110

10-19 Depth: 6132' Operation: Drlg 24 hr footage 184' Day 20 MW 9 Vis 31 WL 15.5 3 1/2° @5980' 4 1/2° @6043' 3 1/2° @6106' Hit bridge @2934'-Pull 200,000 to pull free-TO to check bit-Trip in-Drlg BGG 45-75 CG 130-350 TG 1580 @5959'

10-20 Depth: 6438' Operation: Drlg 24 hr footage 306' Day 21 MW 8.9 Vis 31 WL 15 4° @6167' 4° @6263' 3 1/2° @6358' 4° @6420' BGG 20-85 CG 65-375

10-21 Depth: 6715' Operation: Drlg 24 hr footage 277' Day 22 MW 8.9 Vis 30 WL 16 4° @6514' 3 1/2° @6638' 3° @6701' BGG 35-55 CG 55-105

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

SUBMIT IN TRIPLICATE*
(Other instructions on
reverse side)

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir.
Use "APPLICATION FOR PERMIT--" for such proposals.)

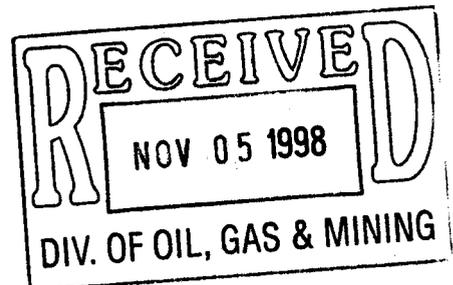
1. <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. LEASE DESIGNATION AND SERIAL NO. FEE
2. NAME OF OPERATOR BARRETT RESOURCES CORPORATION		6. IF INDIAN, ALLOTTEE OR TRIBE NAME
3. ADDRESS OF OPERATOR 30 WEST 425 SOUTH (330-5), ROOSEVELT, UTAH 84066		7. UNIT AGREEMENT NAME
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.) At surface 1525' FNL 1200' FWL NWNW SEC. 17, T3S, R5W		8. FARM OR LEASE NAME OWL
14. PERMIT NO. 43-013-32112		9. WELL NO. 3-17C5
15. ELEVATIONS (Show whether DF, RT, GR, ETC.) 5318.1' GRADED GROUND		10. FIELD AND POOL, OR WILDCAT ALMAMONT/BLUEBELL
		11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA DUCHESNE, UTAH
		12. COUNTY OR PARISH DUCHESNE
		13. STATE UTAH

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO :		SUBSEQUENT REPORT OF :	
TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	(Other) <u>PROGRESS REPORT</u> <input type="checkbox"/>	
(Other) <input type="checkbox"/>		(Note: Report results of multiple completion on Well Completion or recompletion Report and Log form.)	

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

PLEASE SEE ATTACHED PROGRESS REPORT FOR THE PERIOD 10/22/98 - 11/2/98



18. I hereby certify that the foregoing is true and correct

SIGNED PAT SALWEROWICZ *[Signature]* TITLE PRODUCTION ANALYST DATE 11/2/98

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY :

DRILLING

3-17C5

1525' FNL 1200' FWL

Sec. 17-T3S-R5W

Duchesne Cty., Utah

Objective: L. Green River/Wasatch

PTD: 9900'

Spud Date: 09/29/98

10-22 Depth: 6793' Operation: Drlg 24 hr footage 78' Day 23 MW 9 Vis 33 WL 16.8 3° @6762' Trip for Bit #6 @6752'-After trip drld 1½ hrs, lost pressure, hole 37 stds dn BGG 20-65 CG 55-110

10-23 Depth: 6879' Operation: Repair Rotary Table 24 hr footage 86' Day 24 MW 9.1 Vis 32 WL 18 4° @6826' Rotary table locked up @4:30 p.m.-new one was on the way-TO to replace rotary-installing floor plates @present-should be ready to trip back in shortly BGG 18-36 CG 35-65

10-24 Depth: 7021' Operation: Drlg 24 hr footage 142' Day 25 MW 9 Vis 35 WL 12.8 5° @6952' BGG 30-60 CG 55-92 TG 1840 @6878'

10-25 Depth: 7194' Operation: Drlg 24 hr footage 173' Day 26 MW 9 Vis 35 WL 13 5¼° @7016' 5° @7079' 2 1/2° @7140' BGG 25-60 CG 45-1720

10-26 Depth: 7292' Operation: Drlg 24 hr footage 98' Day 27 MW 9.1 Vis 37 WL 12.6 2 1/2° @7236' Trip for Bit #7 @7266' BGG 50-210 CG 1650-2380 TG 2400+

10-27 Depth: 7426' Operation: Drlg 24 hr footage 134' Day 28 MW 9.2 Vis 33 WL 14 4° @7308' 3° @7340' 4 1/4° @7402' BGG 40-120 CG 1620-2400

10-28 Depth: 7565' Operation: Drlg 24 hr footage 139' Day 29 MW 9.3 Vis 33 WL 14 2° @7434' 2 3/4° @7527' 3½° @7558' Work fracture 1 hr-lost 50 BM BGG 15-85 CG 450-1740

10-29 Depth: 7643' Operation: Drlg 24 hr footage 78' Day 30 MW 9.2 Vis 35 WL 15.6 TO to PU steerable assembly-PU steerable assembly & orient MWD-TI & shallow test-W/R bridge @2980'-Cir gas out-W/R to bot 3.3° 228.3 AZ @7555' Lost 75 BM on trip BGG 25-125 CG 540-1220

10-30 Depth: 7855' Operation: Drlg 24 hr footage 212' Day 31 MW 9.2 Vis 33 WL 15.6 3.° 229.80 AZ @7587' 3.20° 232 AZ @7618' 3.° 232 AZ @7661' 2.° 232 AZ @7723' MWD not working-will drill ahead w/motor & wireline survey til trip for bit

10-31 Depth: 8100' Operation: Drlg 24 hr footage 245' Day 32 MW 9 Vis 34 WL 13.6 2.° 232 AZ @7820' 2.50° 232 AZ @7914' 2.50° 232 AZ @8009' MWD not working-will drill ahead w/motor & wireline survey til trip for bit BGG 40-180 CG 460-1840

11-01 Depth: 8307' Operation: Cir 24 hr footage 207' Day 33 MW 9.2 Vis 45 WL 9.6 3° 232 AZ @8103' 2.50° 232 AZ @8195' MWD not working-will drill ahead w/motor & WL survey til bit trip Hole in surface pipe 3' below wellhead BGG 18-80 CG 45-1275

11-02 Depth: 8307' Operation: TI w/Bit #9 24 hr footage 0' Day 34 MW 9.7 Vis 40 WL 9.2 9½ hrs repair surface csg-weld patch on outside of 9 5/8 from under collar to 6' down-Chg out MWD on TI-Stop @1500' & pressure test patch & formation @600#-well broke dn & held @400#-Patch OK on TI BGG 12-65 TG 195

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

PERMIT IN TRIPLICATE
(Other instructions on reverse side)

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir. Use "APPLICATION FOR PERMIT—" for such proposals.)

1. OIL WELL GAS WELL OTHER

2. NAME OF OPERATOR
Barrett Resources Corporation

3. ADDRESS OF OPERATOR
30 West 425 South (330-5) Roosevelt, UT 84066

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.)
At surface
SW/NW Sec. 17-T3S-R5W

14. PERMIT NO. 43-013-32112

15. ELEVATIONS (Show whether OF, ST, OR, etc.)

5. LEASE DESIGNATION AND SERIAL NO.
Fee

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

9. WELL NO.
3-17C5 Owl

10. FIELD AND POOL, OR WILDCAT

11. SEC., T., S., M., OR BLK. AND SURVEY OR LBSA

12. COUNTY OR PARISH
Duchesne

13. STATE
Utah

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input checked="" type="checkbox"/>	(Other) <input type="checkbox"/>	(Other) <input type="checkbox"/>

(NOTE: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

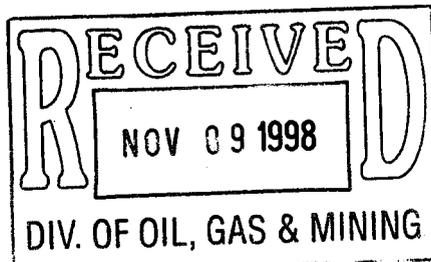
17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

Barrett Resources Corporation requests permission to change its setting depth of the intermediate casing from 9000' to 9350'±.

- Reason:
- Better penetration rate w/7 7/8 bits rather than 4 1/2
 - Mud wt at present depth of 8700' & mud losses less than expected
 - Casing design will not need to be changed for 350' additional

COPY SENT TO OPERATOR
Date: 11-6-98
Initials: CHP

Approved by the
Utah Division
Oil, Gas and Mining
11/6/98
[Signature]



18. I hereby certify that the foregoing is true and correct

SIGNED [Signature] TITLE Drilling Foreman DATE 11-6-98

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____
CONDITIONS OF APPROVAL, IF ANY:

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING
DRILLING INSPECTION FORM

OPERATOR: BARRETT RESOURCES CORP COMPANY REP: SCOTT BRADY

WELL NAME OWL #3-17C5 API NO 43-013-32112

QTR/QTR: SW/NW SECTION: 17 TWP: 3S RANGE: 5W

CONTRACTOR: NABORS DRILLING COMPANY RIG NUMBER: #457

INSPECTOR: DENNIS L INGRAM TIME: 2:52 PM DATE: 11/16/98

SPUD DATE: DRY: 9/23/98 ROTARY: 9/29/98 PROJECTED T.D.: 9,900

OPERATIONS AT TIME OF VISIT: DRILLING AHEAD AT 9336'

WELL SIGN: Y MUD WEIGHT 10.8 LBS/GAL BOPE: Y
BLOOIE LINE: Y FLARE PIT: Y H2S POTENTIAL: N

ENVIRONMENTAL:

RESERVE PIT: Y FENCED: Y LINED: Y PLASTIC: Y
RUBBER: _____ BENTONITE: _____ SANITATION: (2)

BOPE TEST RECORDED IN THE RIG DAILY TOUR BOOK: YES,

1600 PSI ON MANIFOLD; 2850 PSI ON ACCUMULATOR,

REMARKS:

(RIG CAME FROM COLORADO AND WILL RETURN AFTER THIS WELL IS COMPLETED). OPERATOR HAS JUST SET 9310' OF 5 1/2" J55, 36# (282 JTS) OF INTERMEDIATE CASING AT 9323' AND CEMENTED SAME. OPERATOR IS NOW DRILLING SLIM HOLE WITH A POWER SWIVEL AND 4 3/4" MILL TOOTH BIT. THEY WILL BURY STABILIZERS AND TRIP FOR A DRAG BIT AND STABILIZATION. BOPE WAS TESTED WITH RIG PUMP TO 1000 PSI AFTER SETTING SLIPS ON CASING.

STATE OF UTAH
DIVISION OF OIL, GAS, AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to re-enter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

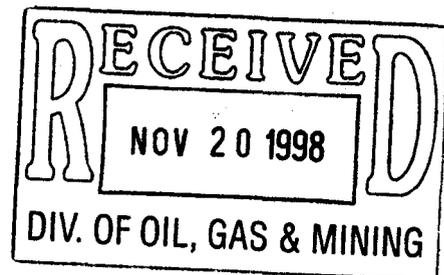
1. Type of Well: OIL <input checked="" type="checkbox"/> GAS <input type="checkbox"/> OTHER: _____	5. Lease Designation and Serial Number: FEE
2. Name of Operator: BARRETT RESOURCES CORPORATION	6. If Indian, Allottee or Tribe Name:
3. Address and Telephone Number: 30 WEST 425 SOUTH (330-5), ROOSEVELT, UTAH 84066 (435)722-1325	7. Unit Agreement Name:
4. Location of Well: Footages: 1525' FNL 1200' FWL QQ, Sec., T., R., M.: NWNW SECTION 17-T3S-R95W	8. Well Name and Number: OWL 3-17C5 9. API Well Number: 43-013-32112 10. Field and Pool, or Wildcat: ALTAMONT/BLUEBELL
	County: DUCHESNE State: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)																										
<table style="width:100%;"> <tr> <td><input type="checkbox"/> Abandon</td> <td><input type="checkbox"/> New Construction</td> </tr> <tr> <td><input type="checkbox"/> Repair Casing</td> <td><input type="checkbox"/> Pull or Alter Casing</td> </tr> <tr> <td><input type="checkbox"/> Change of Plans</td> <td><input type="checkbox"/> Recomplete</td> </tr> <tr> <td><input type="checkbox"/> Convert to Injection</td> <td><input type="checkbox"/> Reperforate</td> </tr> <tr> <td><input type="checkbox"/> Fracture Treat or Acidize</td> <td><input type="checkbox"/> Vent or Flare</td> </tr> <tr> <td><input type="checkbox"/> Multiple Completion</td> <td><input type="checkbox"/> Water Shut-Off</td> </tr> <tr> <td><input type="checkbox"/> Other _____</td> <td></td> </tr> </table>	<input type="checkbox"/> Abandon	<input type="checkbox"/> New Construction	<input type="checkbox"/> Repair Casing	<input type="checkbox"/> Pull or Alter Casing	<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Recomplete	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Reperforate	<input type="checkbox"/> Fracture Treat or Acidize	<input type="checkbox"/> Vent or Flare	<input type="checkbox"/> Multiple Completion	<input type="checkbox"/> Water Shut-Off	<input type="checkbox"/> Other _____		<table style="width:100%;"> <tr> <td><input type="checkbox"/> Abandon</td> <td><input type="checkbox"/> New Construction</td> </tr> <tr> <td><input type="checkbox"/> Repair Casing</td> <td><input type="checkbox"/> Pull or Alter Casing</td> </tr> <tr> <td><input type="checkbox"/> Change of Plans</td> <td><input type="checkbox"/> Reperforate</td> </tr> <tr> <td><input type="checkbox"/> Convert to Injection</td> <td><input type="checkbox"/> Vent or Flare</td> </tr> <tr> <td><input type="checkbox"/> Fracture Treat or Acidize</td> <td><input type="checkbox"/> Water Shut-Off</td> </tr> <tr> <td><input checked="" type="checkbox"/> Other <u>PROGRESS REPORT</u></td> <td></td> </tr> </table>	<input type="checkbox"/> Abandon	<input type="checkbox"/> New Construction	<input type="checkbox"/> Repair Casing	<input type="checkbox"/> Pull or Alter Casing	<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Reperforate	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Vent or Flare	<input type="checkbox"/> Fracture Treat or Acidize	<input type="checkbox"/> Water Shut-Off	<input checked="" type="checkbox"/> Other <u>PROGRESS REPORT</u>	
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Approximate date work will start _____	Date of work completion _____ Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form. * Must be accompanied by a cement verification report.																										

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

PLEASE SEE ATTACHED PROGRESS REPORT FOR THE PERIOD 11/3/98-11/18/98.



13

Name & Signature: Greg Davis GREG DAVIS Title: PRODUCTION SERVICES SUPVR. Date: 11/18/98

(This space for Federal or State office use)

3-17C5

1525' FNL 1200' FWL
Sec. 17-T3S-R5W
Duchesne Cty., Utah
Objective: L. Green River/Wasatch
BRC WI: 9.706265%
PTD: 9900'
Spud Date: 09/29/98

11-03 Depth: 8472' Operation: Drlg 24 hr footage 165' Day 35 MW 10.5 Vis 45 WL 10 3.1° 243 AZ @8265' 3.0° 245.9 AZ @8328' Kelly up & break cir, work drlg string-W/R 75' to bot-Drld BGG 8-128 CG 32-54 TG 1240

11-04 Depth: 8526' Operation: Cut drlg line 24 hr footage 54' Day 36 MW 10.8 Vis 50 WL 10.2 2.80° 243 AZ @8422' 2.70° 245.50 AZ @8483' Drld to 8507', cir & repair #1 pump-Drld to 8526'-Cir, investigate pressure loss-TO-PU new motor, dress bit & orient MWD-Will do DC inspection TI BGG 8-24 CG 12-36

11-05 Depth: 8540' Operation: Drlg 24 hr footage 14' Day 37 MW 10.6 Vis 52 WL 9 TI & inspect DC's-2 cracked-Tag bridge @7950'-W/R to 8150'(very tough)-W/R 8260' - TD BGG 8-36 TG 560

11/06 Depth: 8675' Operation: Drlg 24 hr footage 135' Day 38 MW 10.4 Vis 45 WL 8.2 Work on pumps 2 hrs-LCM in valves 2.80° 244.80 AZ @8514' 3.50° 244.80 AZ @8591' BGG 12-44 CG 18-54 Dk gray/lt gray Shales w/white sl salt & pepper sands-no Wasatch reds-greens

11/07 Depth: 8852' Operation: Drlg 24 hr footage 177' Day 39 MW 10.6 Vis 50 WL 7.6 BGG 14-84 CG 28-76 Show 8694-8704' 6.5-1.4-7.2 mpf 19-122-65 u

11/08 Depth: 9037' Operation: Cir to Trip 24 hr footage 185' Day 40 MW 10.7 Vis 48 WL 8

11/09 Depth: 9051' Operation: Drlg 24 hr footage 14' Day 41 MW 10.8 Vis 65 WL 8.2 Trip-C/C mud-Cir out gas-Check BHA-TI-Drld Lost 100 bbls on trip BGG 110-150 TG 2140 Show 9026-9033' 7.9-6.3-7.8 mpf 29-2880-110 u

11/10 Depth: 9187' Operation: Mix Mud & Cir 24 hr footage 136' Day 42 MW 10.8 Vis 65 WL 7.8 Lost cir @9187' while in drlg break-lost approx 100 bbls BGG 18-86 CG 34-110

11/11 Depth: 9315' Operation: Drlg 24 hr footage 128' Day 43 MW 10.8 Vis 70 WL 8 Lost 50 bbls while drlg-will be to csg point in approx 3.5 hrs BGG 20-36 CG 45-68 No Shows

11/12 Depth: 9330' Operation: Work out tight hole 24 hr footage 15' Day 44 MW 10.8 Vis 65 WL 7.8 Work tight hole 7½ hrs-tight @2670', stuck at one point, got loose & at present trying to ream up w/motor-Will run E logs when get on bank BGG 22-86 CG 39-91

11/13 Depth: 9330' Operation: Cir Btms up 24 hr footage 0' Day 45 MW 10.9 Vis 61 WL 6.2 Worked tight hole @2670' 7 ½ hrs-Trip-Logged LD motor 11-12

11/14 Depth: 9330' Operation: Cir Csg 24 hr footage 0' Day 46 MW 10.9 Vis 60 WL 6.2 Ran 228 jts 5½" 17# L80 casing, 9326.04' set @9323.04'

11/15 Depth: 9330' Operation: PU DP 24 hr footage 0' Day 47 Finished running csg-WOC-Cond hole-XO for slim hole tools-PU BHA & DP Cem detail – cem w/105 sx Hifill 3% Microbond 3% Salt .75% EX-1 ¼# Flocele, 10# sk Gilsonite 16% gel .5% HR-7, Spacer 535 sx Poz 6% gel 210 sx 50/50 Poz ¼# Flocele .4% Halad-322, tailed w/620 sx 50/50 Poz, plug dn @12 p.m. 11-14-98, top job 40 sx Type 5

11/16 Depth: 9330' Operation: Cir to drill 24 hr footage 0' Day 48 MW 10.1 Vis 45 WL 8.6 PU DP-Chg rams-RU power swivel-Cond hole

11/17 Depth: 9400' Operation: Drlg 24 hr footage 70' Day 49 MW 10.8 Vis 45 WL 7 C/C hole-Leveled derrick-Pressure test-Drld cem & shoe-Drld Will trip @9 a.m. & PU motor & PDC

11/18 Depth: 9426' Operation: Trip for new bit 24 hr footage 26' Day 50 MW 12.3 Vis 45 WL 7 Raised MW from 10.8 to 12.3 after drlg break @9409-9416', @9426' while tripping for bit w/MW up had 3" flow & 30-40' flare, high wind making trip rough w/2 7/8 DP Lost 50 BM while drlg BGG 18-450

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

5. LEASE DESIGNATION AND SERIAL NO.

FEE

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir.
Use "APPLICATION FOR PERMIT--" for such proposals.)

7. UNIT AGREEMENT NAME

1
Oil Well Gas Well Other

8. FARM OR LEASE NAME

2. NAME OF OPERATOR

BARRETT RESOURCES CORPORATION

OWL

3. ADDRESS OF OPERATOR

30 WEST 425 SOUTH (330-5), ROOSEVELT, UTAH 84066

9. WELL NO.

3-17C5

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.
See also space 17 below.)

At surface

1525' FNL 1200' FWL
NWNW SEC. 17, T3S, R5W

10. FIELD AND POOL, OR WILDCAT

ALMONT/BLUEBELL

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA

DUCHESNE, UTAH

14. PERMIT NO.

15. ELEVATIONS (Show whether DF, RT, GR, ETC.)

5818.1' GRADED GROUND

12. COUNTY OR PARISH

DUCHESNE

13. STATE

UTAH

16 Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO :

TEST WATER SHUT-OFF

FRACTURE TREAT

SHOOT OR ACIDIZE

REPAIR WELL

(Other)

PULL OR ALTER CASING

MULTIPLE COMPLETE

ABANDON*

CHANGE PLANS

SUBSEQUENT REPORT OF :

WATER SHUT-OFF

FRACTURE TREATMENT

SHOOTING OR ACIDIZING

(Other) PROGRESS REPORT

(Note: Report results of multiple completion on Well Completion or recompletion Report and Log form.)

REPAIRING WELL

ALTERING CASING

ABANDONMENT*

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally ally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

PLEASE SEE ATTACHED PROGRESS REPORT FOR THE PERIOD 11/03/98 - 1/3/99

18. I hereby certify that the foregoing is true and correct.

SIGNED PAT SALWEROWICZ *Pat Salwerowicz* TITLE PRODUCTION ANALYST

DATE 1/4/99

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY :

DRILLING

3-17C5

1525' FNL 1200' FWL
Sec. 17-T3S-R5W

Duchesne Cty., Utah

Objective: L. Green River/Wasatch

PTD: 9900'

Spud Date: 09/29/98

11/19 Depth: 9460' Operation: Drlg 24 hr footage 34' Day 51 MW 12.3 Vis 50 WL 5.2 Cir @5400' mud cut 1.4# Cit @8300' mud cut 1.6# Drlg 4 hrs BGG 75-150 TG 2800+

11/20 Depth: 9667' Operation: Drlg 24 hr footage 207' Day 52 MW 12.2 Vis 45 WL 7 Drld 22 hrs-Work on flowline & work on pump BGG 22-80 No Shows

11/21 Depth: 9880' Operation: Drlg 24 hr footage 213' Day 53 MW 12.2 Vis 43 WL 6.4 BGG 35-1100 CG 120-320 Shows - 9593-9604' 6.5-1-9.3 75-156-65 9635-43' 4-1-5 74-350-65 9679-90' 3.8-1.3-4.9 86-350-97 9816-26' 6.4-2.2-7 69-290-65

11/22 Depth: 9897' TD Operation: RD Loggers 24 hr footage 17' Day 54 MW 12.3 Vis 47 WL 7.2 Reached 9897' TD @8 a.m. 11-21-98 Logs went to 9774'-tight all the way out Lost cir 1 hr BGG 25-80 CG 250-280 Show 9867-71' 6-1.3-6 73-345-70

11/23 Depth: 9897' Operation: LD rental DP 24 hr footage 0' Day 55 MW 12.3 Vis 47 WL 7.2 Ran 20 jts 3½" 10.20# N80 Hydril, 668.12' set @9897', hanger top 9215', cem w/75 sx 50/50 poz @14.2 ppg .2% Halad 344 2% Gel 2% Microbond .5% Super CBL .2% Versaset, plug dn @12:05 a.m. 11-23-98, displaced w/42 BM, during reverse cir dn DP plugged w/LCM/cem?, pumped 6100# to get cir

11/24 Depth: 9897' Day 56 LDDP-ND-Cleaned pits- RR @12:30 a.m. 11-24-98
WOC
WOC

COMPLETION

12/05 MI & RU Pool Well Service, ND wellhead cap & NU BOP, PU 4¾" drag tooth bit, PU & TI w/298 jts 2 7/8 N80 NuLock tbg, cir out drlg mud w/water while TI, tag cem @9092'

12/06 Drld cem 9092' to liner top @9213', cir tbg clean, TO w/tbg, LD 4¾ bit, PU 2 7/8" drag tooth bit & 1-2 1/16"x10' tbg pup, TI w/302 jts 2 7/8 N80 tbg, drld out cem 9213-9221', fell free to 9226', cir tbg clean, TO w/tbg, LD 2 7/8" drag tooth bit & 1-2 1/16"x10' tbg pup, PU 2¾" drag tooth bit & 20 jts 2 1/16" IJ tbg TI w/2 7/8 N80 tbg

12/07 Finished TI w/total of 299 jts 2 7/8 N80 NuLock tbg, tag cem @9757' in 3½" liner, drld out cem 9757' to 9856', unable to get any deeper than 9856', rolled csg w/200 bbls clean 2%

KCL water, TO w/302 jts 2 7/8" tbg, TO & LD 20 jts 2 1/16 IJ tbg & 2 3/4" drag tooth bit, RU Computalog Wireline running CB & PND logs

12/08 Ran CB log 9755' to 7748', log indicated good cem bond across zones of interest, ran PND log from 9857' to 8077', filled csg w/25 bbls 2% KCL water, pressure tested csg to 3500#, PU polish mill & TI w/302 jts 2 7/8 tbg, polished out PBR in liner top @9213', TO w/tbg & LD polish mill, PU seal assembly & 2.28" ID SN, RU hydrotester, TI w/256 jts 2 7/8" 6.5# N80 NuLock tbg, hydrotested all tbg to 7000#

12/10 24 hr SITP 0# SICP 1150# Csg bled dn immediately & rec approx 1/4 BF sl dribble of water from csg thereafter SI tbg & csg - installing 2 7/8 flowline-approx 5% complete

12/11 24 hr SITP 0# SICP 1100# Csg bled dn to 500# w/yellow crude oil to surface, SI tbg & csg - installing 2 7/8 flowline-approx 10% complete

12/12 24 hr SITP 0# SICP 1050# - installing 2 7/8 flowline-approx 15% complete

12/13 SITP 0# SICP 1100# Csg blew dn immediately w/less than 1 BW & yellow crude, continued to flow water & oil @3-5 gals/hr for approx 3 hrs, Well Information RU & ran Temperature Survey from surface to PBDT & Acoustic Survey from PBDT to 9100', csg flow increased to approx 30 gal/hr for approx 1 hr, csg flow started flowing gas w/intermittent slugs of fluid thereafter, RD Well Information, SI well - installing flowline, approx 20% complete

12/14 SITP 0# SICP 450# Installing flowline - approx 30% complete

12/15 SITP 0# SICP 800# - installing 2 7/8 flowline-approx 40% complete

12/16 SITP 0# SICP 950# - installing 2 7/8 flowline-approx 60% complete

12/17 SITP 0# SICP 1050# - installing 2 7/8 flowline-approx 70% complete

12/18 SITP 0# SICP 1050# - installing 2 7/8 flowline-approx 80% complete

12/18 SITP 0# SICP 1050# RU & TI w/2" HSC & 3-6.5 gram jspf, perf Wasatch 9416-42' & 9448-56' w/total of 102 holes, SITP incr to 1050# immediately after perf, started flowing tbg to production facilities @1:30 p.m. w/full open ck, 8:30 p.m. 7 hrs flow 8 BO 82 BW 454 mcfgd 13/64 ck FTP 650# SICP 800#(55 bbs of the 82 BW was load fluid), left tbg flowing to production equip (finished tie-in of flowline-insulating flowline)

12/19 7:30 a.m. FTP 200# SICP 500# 30 BO 100 BW 162 mcfgd 14/64 ck 11 hrs, left tbg flowing - repaired trace

pump(leaks in original trace system & burner in treater-
construction work approx 90% complete)

12/20 TI w/2¼" wax knife to 8000', left tbg flowing, tbg
flowed 2 BO 10 BW 54 mcfgd 11 hrs before dying FTP 0#
SICP 250# , SI tbg for pressure buildup

12/21 24 hr SITP 100# SICP 250# Opened tbg & pressure bled
off immediately, RU swab unit, IFL 3000', made 11 swab runs &
rec 46 BF in 5 hrs, 55% oil cut during last 2 hrs, FFL 5500' & still
falling, SICP 225# SIFN Construction 100% complete

12/22 15 hr SITP 625# SICP 225# Opened tbg & pressure bled
off in approx 5 min., RU swab, IFL 3500', approx 2000' fluid
entry over night, swabbed tbg dry to SN @9200' w/5 runs &
rec 27 BF, made 1 run per hr thereafter for 5 hrs, rec .9 BFPH
w/55% oil cut & strong to moderate gas blow after each swab
run, gas blow would die approx 10-15 min. after each swab run,
rec total of 13 BO & 18 BW for the day, SI well, rel swab rig
SICP 200#

12/23 SITP 550# SICP 150#

12/24 SITP 600# SICP 150#

12/25 SITP 650# SICP 150#

12/26 SITP 700# SICP 150#

12/27 SITP 700# SICP 150#

12/28 SITP 700# SICP 200# Spotted Pool Well Service on
location-too windy to rig up, opened tbg to production tank on
16/64 ck, tbg blew dn in 2 hrs & rec less than 1 BF, opened csg
to production tank on full open ck, csg blew dn in 20 min. & rec
less than 1 BF, left tbg & csg open to production tank overnight

12/29 ND wellhead, NU BOP, PU on tbg & stung out of PBR
w/seal assembly, flushed tbg w/50 bbls heated 2% KCL water, TO
w/208 jts 2 7/8 N80 tbg, flushed tbg w/25 bbls heated 2% KCL
water, SI well, SD rig to replace defective cross member ahead of
right angle drive SDFN

12/30 SITP - 0 & CP - 150#. Blew dwn csg & FL same w/ 15
bbls htd 2% KCL wtr. Fnsh'd TOH w/ 2 ?" tbg & LD seal assbly.
Halco WL RU RIH w/ 2 ½" perf gun. Tagged fill in 3 ½" liner @
9826' 30' of fill. Perf gun stuck in liner after coming up to
9818'. Worked perf gun up & dwn app 8' for ¾ hr before coming
free. TOH & LD perf gun. Residue of mud & cmt on perf gun.
Halco wireline RD. PU 2 ¾" drag bit, 21 jts - 2 1/16" tbg & TIH
w/ 117 jts 2 ?" NuLock tbg to 4260'. SI SDON.

12/31 SITP - 60 & CP - 75#. Blw dwn tbg & csg. TIH to 9386'.
RU rev. circ equip. Est circ w/ 95 bbls htd 2% KCL wtr Circ'd out
app 20 BO & considerable amount of gas. TIH to 9826'. Circ'd 3
½" liner clean from 9826' to PBTD @ 9859'. Circ'd out cmt iron
cuttings & rubber. Circ'd tbg clean. TOH w/ 301 jts - 2 7/8"
NuLock tbg & LD 21 jts - 2 1/16" I.J. tbg & 2 ¾" drag bit. SI-

SDON. (Note: Lost 135 BW for the day.)

1/1 SICP – 0. SD for Holiday.

1/2 SICP – 100#. Halco WL RU. RIH w/ 2 ½" RTG perf guns. Correlated to Computalog CBL dated 12/7/98. Perf'd Wasatch zones @ 9327'-31', 9376'-80', 9436'-41', 9548'-51', 9598'-9601', 9651'-57', 9792'-9803' & 9824'-34' w/ 11 gram charges @ 3 jspf, 180° phasing. CP increased to 150# & FL rose from 1400' to 1300' after perf'g PBTD is 9838.5' W.L.M. PU redressed seal assbly & 5 ½" Arrow set I pkr. TIH w/ 78 jts – 2 ⅞" 6.5# N80 NuLock tbg @ 2376'. PU 142 jts – 3 ½" – 9.3#, N80, 8 RD tbg. TIH to 6817'. SI-SDON.

1/3 SITP – 10# & SICP – 200#. SD for Sunday.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

SUBMIT IN TRIPLICATE*
(Other sections on reverse side)

5. LEASE DESIGNATION AND SERIAL NO.

FEE

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir.
Use "APPLICATION FOR PERMIT--" for such proposals.)

1. Oil Well Gas Well Other

7. UNIT AGREEMENT NAME

2. NAME OF OPERATOR
BARRETT RESOURCES CORPORATION

8. FARM OR LEASE NAME

OWL

3. ADDRESS OF OPERATOR
30 WEST 425 SOUTH (330-5), ROOSEVELT, UTAH 84066

9. WELL NO.

3-17C5

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.*
See also space 17 below.)
At surface

**1525' FNL 1200' FWL
NWNW SEC. 17, T3S, R5W**

10. FIELD AND POOL, OR WILDCAT

ALTAMONT/BLUEBELL

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA

DUCHESNE, UTAH

14. PERMIT NO.

15. ELEVATIONS (Show whether DF, RT, GR, ETC.)

5818.1' GRADED GROUND

12. COUNTY OR PARISH

DUCHESNE

13. STATE

UTAH

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO :

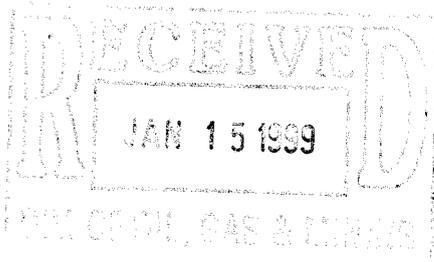
TEST WATER SHUT-OFF PULL OR ALTER CASING
FRACTURE TREAT MULTIPLE COMPLETE
SHOOT OR ACIDIZE ABANDON*
REPAIR WELL CHANGE PLANS
(Other)

SUBSEQUENT REPORT OF :

WATER SHUT-OFF REPAIRING WELL
FRACTURE TREATMENT ALTERING CASING
SHOOTING OR ACIDIZING ABANDONMENT*
(Other)_PROGRESS REPORT
(Note: Report results of multiple completion on Well Completion or recompletion Report and Log form.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

PLEASE SEE ATTACHED PROGRESS REPORT FOR THE PERIOD 1/4/99 - 1/11/99



18. I hereby certify that the foregoing is true and correct

SIGNED PAT SALWEROWICZ TITLE PRODUCTION ANALYST DATE 1/12/99

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY :

*See Instruction on Reverse Side

COMPLETION

3-17C5

1525' FNL 1200' FWL

Sec. 17-T3S-R5W

Duchesne Cty., Utah

Objective: L. Green

River/Wasatch

PTD: 9900'

Spud Date: 09/29/98

1/4 SITP – 20# & SICP – 325#. Blw dwn tbg & csg in app 5 min. PU 77 jts – 3 ½", 9.3#, N80, 8 rd tbg string into PBR in liner top @ 9213'. Spaced out tbg w/ 16' of 3 ½", N80 tbg subs. Set 5 ½" Arrowset I pkr @ 9210' w/ 35,000# compression. Filled csg w/ 7 bbls diesel & press tstd annulus – okay to 2000#. Rlsd csg press. Pmpd 5 bbls diesel dwn tbg. SWIFN.

1/5 SITP – 200# SICP – 0. Halco RU to acidize Wasatch perms: 9327' to 9834' via 3 ½" & 2 ⅞" tbg. Press up csg to 2000#. Pmpd dwn tbg w/ 4000 gals slick wtr pad, 13,500 gals 15% HCL plus additives, 360 ball sealers & FL w/ 4300 gals slick wtr. Avgd 27 BPM @ 7300#. Max rate 33.5 BPM & max press 9974#. Good ball action only while pmpg FL. Total fluid load @ 519 bbls ISIP – 3300#, 5 min – 3108#, 10 min – 2970# & 15 min – 2845#. Rlsd csg press. Halco RD. Started flwg tbg to frac tank after SD for 1 ½ hrs. SITP – 2000#. Flwg to frac tank on ½" CK for 1st ½ hr. Then opened choke full. Tbg flwd back 190 BF in 16 hrs @ 5:00 A.M. on 1/6/99: FTP – 120#, Full CK, 30% O.C., flwg strong gas w/ intermittent slugs of fluid. PH – 5. Est 32 BO & 158 BW recvd past 16 hrs.

1/6 RU Delsco slick line & RIH to 8500' w/ 2 ⅞" wax knife, no paraffin plugs in tbg. RD Delsco tbg flwd. 19 BF in 4 hrs @ 9:00 A.M.: FTP – 100#, Full open Ck, 15% O.C., flwg strong gas w/ intermittent slugs of fluid. PH-5 Est 35 BO & 174 BW recvd past 20 hrs. Pmpd 20 bbls htd 2% KCL wtr dwn tbg. Rlsd pkr @ 9210'. Pulled seal assbly from PBR in liner @ 9213'. TOH & LD 219 jts – 3 ½" tbg. TOH w/ 2 ⅞" tbg. LD pkr & seal assbly. FL tbg w/ a total of 40 bbls htd 2% KCL wtr while TOH. SWIFN.

1/7 SICP – 500#. Blw dwn csg press in 30 min. PU 2 jts 3 ½" tbg w/ bull plug on btm, 3 ½" x 6' perf'd tbg pup, 2 ⅞" SN, 5 ½" TAC & TIH w/ 298 jts 2 ⅞", N80, NuLock tbg. Killed well four times w/ 2% KCL wtr while TIH. NDBOP. Set TAC @ 9099' & landed tbg w/ 20,000# tension. SN @ 9101' & EOT @ 9173'. NUWH. SI csg & left tbg open to prod tanks ovrnght. Lost 130 BW for the day. SDFN.

RECEIVED

JAN 15 1999

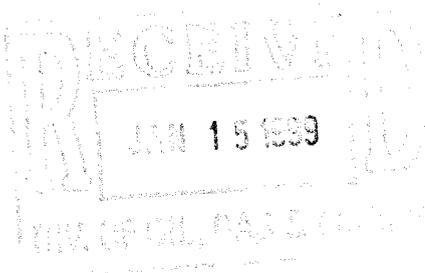
WASATCH, GAS & OIL

1/8 SICP - 275# & TP - dead. Csg blw dwn in app 10 min. FL tbg w/ 50 bbls htd 2% KCL wtr. PU 2 1/2" x 1 1/2" x 25' RHBC P/ w/ 1 1/4" x 42' dip tube, 12 - 1" scraper rods, 79 - 3/4" plain rods, 40 - 3/4" scraper rods, 36 - 3/4" plain rods, 98 - 7/8" plain rods, 96 - 1" plain rods, 22' of 1" pony rods & 1 1/2" x 30' polish rod. All rods PU were cond "B". Seated P & filled tbg w/ 10 BW. Press tstd P/ & tbg - okay to 500#. Rlsd press & clamped off polish rod. SI tbg & left csg open to prod tank. SDFN.

1/9 SITP - 1150# & SICP - 0. Bled off tbg press to treater in approx 20 min. Left tbg & csg open to treater. Rlsd rig. Installed Pmpg unit. SDFN.

1/10 Well flwd 23 MCF in last 24 hrs, no fluid. FTP & SICP - 50#. Installing engine on pmpg unit. Approx 30% complete. SDFN.

1/11 Well Flwd 7 BW, 0 BO & 77 MCF in last 24 hrs. FTP & CP - 70#. Installing engine on pmpg unit. Approx. 70% complete. SDFN.



STATE OF UTAH
DIVISION OF OIL, GAS, AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to re-enter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

1. Type of Well: OIL GAS OTHER: _____

2. Name of Operator:
BARRETT RESOURCES CORPORATION

3. Address and Telephone Number:
1515 ARAPAHOE ST., TOWER 3, #1000, DENVER, CO 80202 (303) 572-3900

4. Location of Well:
Footages: **1525' FNL 1200' FWL**
QQ, Sec., T., R., M.: **NWNW SECTION 17-T3S-R5W**

5. Lease Designation and Serial Number:

FEE

6. If Indian, Allottee or Tribe Name:

7. Unit Agreement Name:

8. Well Name and Number:

OWL 3-17C5

9. API Well Number:

43-013-32112

10. Field and Pool, or Wildcat:

ALTAMONT/BLUEBELL

County: **DUCHESNE**

State: **UTAH**

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

NOTICE OF INTENT

(Submit in Duplicate)

- | | |
|--|---|
| <input type="checkbox"/> Abandon | <input type="checkbox"/> New Construction |
| <input type="checkbox"/> Repair Casing | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Recomplete |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Multiple Completion | <input type="checkbox"/> Water Shut-Off |
| <input type="checkbox"/> Other _____ | |

Approximate date work will start _____

SUBSEQUENT REPORT

(Submit Original Form Only)

- | | |
|---|---|
| <input type="checkbox"/> Abandon | <input type="checkbox"/> New Construction |
| <input type="checkbox"/> Repair Casing | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Water Shut-Off |
| <input checked="" type="checkbox"/> Other WELL TURNED TO PUMPING | |

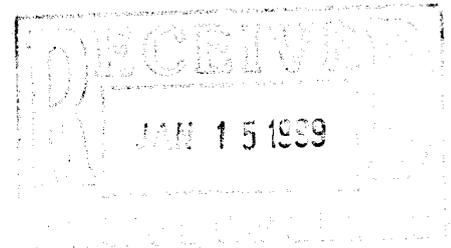
Date of work completion _____

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

* Must be accompanied by a cement verification report.

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

PLEASE BE ADVISED THE SUBJECT WELL WAS TURNED TO PUMPING AT 5 P.M. JANURARY 12, 1999.



13

Name & Signature: *Greg Davis*

Title: **PRODUCTION SERVICES SUPVR**

Date: **1/13/99**

(This space for Federal or State office use)

INSTRUCTIONS

This form should be completed in compliance with the Utah Oil and Gas Conservation General Rules. If not filed prior to this time, all logs, tests, and directional surveys as required by Utah Rules should be attached and submitted with this report.

ITEM 18: Indicate which elevation is used as reference for depth measurements given in other spaces on this form and on any attachments.

ITEMS 22 and 24: If this well is completed for separate production from more than one interval zone (multiple completion), so state in item 22, and in item 24 show the producing interval, or intervals, top(s), bottoms(s) and name(s) for only the interval reported in item 33. Submit a separate report (page) on this form, adequately identified, for each additional interval to be separately produced, showing the additional data pertinent to such interval.

ITEM 29: "Sacks Cement": Attached supplemental records for this well should show the details of any multiple stage cementing and the location of the cementing tool.

ITEM 33: Submit a separate completion report on this form for each interval to be separately produced (see instruction for items 22 and 24 above).

37. SUMMARY OF POROUS ZONES:

Show all important zones of porosity and contents thereof, cored intervals, and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures, and recoveries.

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	38. GEOLOGIC MARKERS		
				NAME	TOP	
					Meas. Depth	True Vert. Depth
				U GREEN RIVER	3923'	
				M GREEN RIVER	5428'	
				L GREEN RIVER	6648'	
				WASATCH	8304'	

**STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING**

SUBMIT IN TRIPLICATE*
(Other instructions on
reverse side)

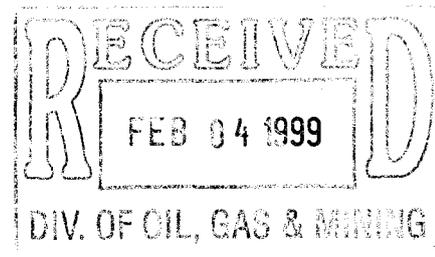
<p>SUNDRY NOTICES AND REPORTS ON WELLS</p> <p>(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir. Use "APPLICATION FOR PERMIT--" for such proposals.)</p>		<p>5. LEASE DESIGNATION AND SERIAL NO. FEE</p> <p>6. IF INDIAN, ALLOTTEE OR TRIBE NAME</p>
1	<p>Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/></p>	7. UNIT AGREEMENT NAME
2. NAME OF OPERATOR BARRETT RESOURCES CORPORATION		8. FARM OR LEASE NAME OWL
3. ADDRESS OF OPERATOR 30 WEST 425 SOUTH (330-5), ROOSEVELT, UTAH 84066		9. WELL NO. 3-17C5
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.) At surface 1525' FNL 1200' FWL NWNW SEC. 17, T3S, R5W		10. FIELD AND POOL, OR WILDCAT ALAMONT/BLUEBELL
11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA DUCHESNE, UTAH		12. COUNTY OR PARISH
14. PERMIT NO. 43-013-32112	15. ELEVATIONS (Show whether DF, RT, GR, ETC.) 5818.1' GRADED GROUND	13. STATE UTAH

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

<p align="center">NOTICE OF INTENTION TO :</p> <table style="width:100%;"> <tr> <td>TEST WATER SHUT-OFF <input type="checkbox"/></td> <td>PULL OR ALTER CASING <input type="checkbox"/></td> </tr> <tr> <td>FRACTURE TREAT <input type="checkbox"/></td> <td>MULTIPLE COMPLETE <input type="checkbox"/></td> </tr> <tr> <td>SHOOT OR ACIDIZE <input type="checkbox"/></td> <td>ABANDON* <input type="checkbox"/></td> </tr> <tr> <td>REPAIR WELL <input type="checkbox"/></td> <td>CHANGE PLANS <input type="checkbox"/></td> </tr> <tr> <td>(Other) <input type="checkbox"/></td> <td></td> </tr> </table>	TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>	FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	(Other) <input type="checkbox"/>		<p align="center">SUBSEQUENT REPORT OF :</p> <table style="width:100%;"> <tr> <td>WATER SHUT-OFF <input type="checkbox"/></td> <td>REPAIRING WELL <input type="checkbox"/></td> </tr> <tr> <td>FRACTURE TREATMENT <input type="checkbox"/></td> <td>ALTERING CASING <input type="checkbox"/></td> </tr> <tr> <td>SHOOTING OR ACIDIZING <input type="checkbox"/></td> <td>ABANDONMENT* <input type="checkbox"/></td> </tr> <tr> <td>(Other) PROGRESS REPORT <input type="checkbox"/></td> <td></td> </tr> </table> <p align="center"><small>(Note: Report results of multiple completion on Well Completion or recompletion Report and Log form.)</small></p>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>	(Other) PROGRESS REPORT <input type="checkbox"/>	
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(Other) PROGRESS REPORT <input type="checkbox"/>																			

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

PLEASE SEE ATTACHED PROGRESS REPORT FOR THE PERIOD 1/2/99 - 1/31/99



18. I hereby certify that the foregoing is true and correct

SIGNED PAT SALWEROWICZ *Pat Salwerowicz* TITLE PRODUCTION ANALYST DATE 2/1/99

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY :

COMPLETION

3-17C5

1525' FNL 1200' FWL

Sec. 17-T3S-R5W

Duchesne Cty., Utah

Objective: L. Green River/Wasatch

BRC WI: 9.706265%

PTD: 9900'

Spud Date: 09/29/98

1/12 Well Flwd 43 MCF and no fluid in last 24 hrs. FTP & FCP - 75#. Fnsh'd installing engine on pmpg unit. Started pmpg well to prod @ 5:00 P.M. 7 SPM X 120" stoke length. 863 BFLTR.

1/13 21 BO, 88 BW, 84 MCF & 14 HRS. 775 BFLTR.

1/14 26 BO, 114 BW, 123 MCF & 24 HRS. 661 BFLTR.

1/15 26 BO, 52 BW, 95 MCF & 24 HRS. 609 BFLTR. Fluid Shot: FTP - 100#, FTF 7543' & FOP - 1558'.

1/16 10 BO, 38 BW, 54 MCF & 24 HRS. 571 BFLTR. FTP - 200#, FCP - 55#.

1/17 0 BO, 41 BW, 37 MCF & 24 HRS. 530 BFLTR. Fluid Shot: FTP - 40#, FTF 7757' & FOP - 1344'. Well Service Unit will be on loc. In the A.M. of 1/18/99 to replace rod P/.

1/18 5 BO, 57 BW, 12 MCF & 24 HRS. 552 BFLTR. FTP - 45#, FCP - 55#. RU Pool Well Service #809. Pmp'd 65 bbls htd 2% KCL wtr dwn csg. Unseated rod P/. FL tbg w/ 65 bbls htd 2% KCL wtr. TOH w/ rods. Sent rod P/ in for repair. SWIFN..

1/19/99 FL 2 7/8" tbg w/ 50 bbls htd 2% KCL wtr. PU rebuilt Trico 2 1/2" x 1 1/2" x 25' RHBC P/ w/ sliding ring valve & 1 1/4" x 42' dip tube. TIH w/ rods. Seated P/ & filled tbg w/ 22 BW. Press tstd P/ & tbg - okay to 500#. Fluid load 202 BW. Rlsd rig. PTP @ 11:30 A.M. 7 SPM x 120" Stoke length.

1/20/99 5 BO, 139 BW, 0 MCF & 18 HRS. 666 BFLTR. TP & CP-50#.

1/21/99 0 BO, 144 BW, 0 MCF & 24 HRS. 522 BFLTR. TP & CP - 50#.

1/22/99 5 BO, 89 BW, 32 MCF & 24 HRS. 433 BFLTR. TP-40# & CP - 50#.

1/23/99 5 BO, 67 BW, 29 MCF & 24 HRS. 366 BFLTR. TP- & CP - 50#.

1/24/99 26 BO, 58 BW, 25 MCF & 24 HRS. 308 BFLTR. TP- & CP - 50#.

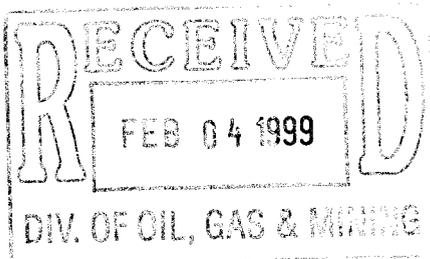
1/25/99 10 BO, 68 BW, 25 MCF & 24 HRS. 240 BFLTR. TP- & CP - 50#.

1/27/99 0 BO, 55 BW, 20 MCF & 24 HRS. 129 BFLTR. TP & CP - 50#.

1/28/99 0 BO, 54 BW, 18 MCF & 24 HRS. 75 BFLTR. TP & CP - 50#.

1/29/99 5 BO, 58 BW, 20 MCF & 24 HRS. 17 BFLTR. TP & CP - 50#.

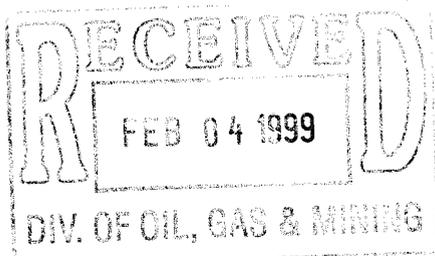
1/30/99 5 BO, 51 BW, 18 MCF & 24 HRS. 34 BF past load. TP



& CP - 50#.

1/31/99 0 BO, 50 BW, 15 MCF & 24 HRS. 6 1/2" SPM x 120"
S.L. TP & CP - 50#.

Last report.



STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

AMENDED REPORT

WELL COMPLETION OR RECOMPLETION REPORT AND LOG*						5. LEASE DESIGNATION AND SERIAL NO. FEE		
						6. IF INDIAN, ALLOTTEE OR TRIBE NAME		
1a. TYPE OF WELL: OIL <input type="checkbox"/> GAS <input checked="" type="checkbox"/> DRY <input type="checkbox"/> OTHER _____ WELL WELL						7. UNIT AGREEMENT NAME		
b. TYPE OF COMPLETION: NEW <input checked="" type="checkbox"/> WORK <input type="checkbox"/> DEEP- <input type="checkbox"/> PLUG <input type="checkbox"/> DIFF. <input type="checkbox"/> OTHER _____ WELL OVER EN BACK RESVR.						8. FARM OR LEASE NAME OWL		
2. NAME OF OPERATOR BARRETT RESOURCES CORPORATION						9. WELL NO. 3-17C5		
3. ADDRESS OF OPERATOR 1515 ARAPAHOE ST, TOWER 3, #1000 DENVER, CO 80202 303-572-3900						10. FIELD AND POOL, OR WILDCAT ALTAMONT/BLUEBELL		
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)* At surface 1525' FNL 1200' FWL At top prod. interval reported below At total depth						11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA NWNW 17-3S-5W		
14. API NO. 43-013-32112				DATE ISSUED		12. COUNTY DUCHESNE	13. STATE UTAH	
15. DATE SPUNDED 9/29/98	16. DATE T.D. REACHED 11/21/98	17. DATE COMPL.(Ready to prod.) 1/12/99	18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* 5818.1' GRADED GR.		19. ELEV. CASINGHEAD			
20. TOTAL DEPTH, MD & TVD 9897'		21. PLUG, BACK T.D., MD & TVD	22. IF MULTIPLE COMPL., HOW MANY*	23. INTERVALS ROTARY TOOLS DRILLED BY ----->	CABLE TOOLS X			
24. PRODUCING INTERVAL (S), OF THIS COMPLETION - TOP, BOTTOM, NAME (MD AND TVD) WASATCH TOP = 8304' PRODUCING INTERVAL = 9327-9834' TAC=9099' SN@9101'					25. WAS DIRECTIONAL SURVEY MADE			
26. TYPE ELECTRIC AND OTHER LOGS RUN BHC, HI RES INDUCTION, CBL, CASED HOLE PND, TEMP LOG				27. WAS WELL CORED YES <input type="checkbox"/> NO <input checked="" type="checkbox"/> (Submit analysis) DRILL STEM TEST YES <input type="checkbox"/> NO <input checked="" type="checkbox"/> (See reverse side)				
28. CASING RECORD (Report all strings set in well)								
CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED			
9 5/8"	36#	961.26'	13 1/2"	590 SX				
5 1/2"	17#	9323.04'	7 7/8"	975 SX				
29. LINER RECORD								
SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	30. TUBING RECORD			
3 1/2"	9215'	9897'	75		SIZE	DEPTH SET (MD)	PACKER SET (MD)	
					2 7/8"	9173'		
31. PERFORATION RECORD (Interval size and number) 9327'-9834'				32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.				
		DEPTH INTERVAL (MD)		AMOUNT AND KIND OF MATERIAL USED				
		9327-9834'		13500 GALS 7 1/2% HCL				
33.* PRODUCTION								
DATE FIRST PRODUCTION 1/12/99		PRODUCTION METHOD (Flowing, gas lift, pumping--size and type of pump) PUMPING			WELL STATUS (Producing or shut-in) PRODUCING			
DATE OF TEST 1/24/99	HOURS TEST 24	CHOKER SIZE	PROD'N. FOR TEST PERIOD ----->	OIL--BBL.	GAS--MCF.	WATER--BBL.	GAS-OIL RATIO 962:1	
FLOW. TUBING PRESS. 50	CASING PRESSURE 50	CALCULATED 24-HOUR RATE ----->		OIL--BBL. 26	GAS--MCF. 25	WATER--BBL. 58	OIL GRAVITY-API (CORR.)	
34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) SOLD						TEST WITNESSED BY		
35. LIST OF ATTACHMENTS								
36. I hereby certify that the foregoing and attached information is complete and correct as determined from available records								
SIGNED <i>Greg Davis</i>		TITLE PRODUCTION SERVICES SUPVR.			DATE 1/26/99			

See Spaces for Additional Data on Reverse Side

INSTRUCTIONS

This form should be completed in compliance with the Utah Oil and Gas Conservation General Rules. If not filed prior to this time, all logs, tests, and directional surveys as required by Utah Rules should be attached and submitted with this report.

ITEM 18: Indicate which elevation is used as reference for depth measurements given in other spaces on this form and on any attachments. ITEMS 22 and 24: If this well is completed for separate production from more than one interval zone (multiple completion), so state in item 22, and in item 24 show the producing interval, or intervals, top(s), bottom(s) and name(s) for only the interval reported in item 33. Submit a separate report (page) on this form, adequately identified, for each additional interval to be separately produced, showing the additional data pertinent to such interval.

ITEM 29: "Sacks Cement": Attached supplemental records for this well should show the details of any multiple stage cementing and the location of the cementing tool.

ITEM 33: Submit a separate completion report on this form for each interval to be separately produced (see instruction for items 22 and 24 above).

37. SUMMARY OF POROUS ZONES:

Show all important zones of porosity and contents thereof; cored intervals; and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures, and recoveries.

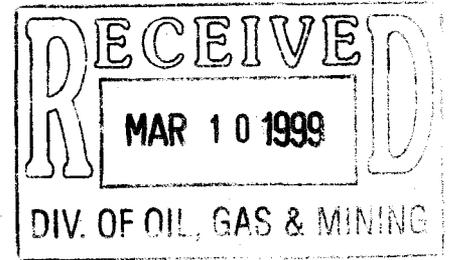
FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	GEOLOGIC MARKERS		
				NAME	TOP	
					Mess. Depth	True Vert. Depth
				U GREEN RIVER	3923'	
				M GREEN RIVER	5428'	
				L GREEN RIVER	6648'	
				WASATCH	8304'	



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor
Kathleen Clarke
Executive Director
Lowell P. Braxton
Division Director

1594 West North Temple, Suite 1210
PO Box 145801
Salt Lake City, Utah 84114-5801
801-538-5340
801-359-3940 (Fax)
801-538-7223 (TDD)



March 3, 1998

Mr. Greg Davis
Barrett Resources Corporation
1515 Arapahoe St Tower 3 #1000
Denver Co 80202

Dear Mr. Davis

Re: Ow13-17C5 *43-013-32112, Sec 17, T 35 R. 5W*
Submittal of Electric and Radioactivity Logs

We have received the Well Completion Report for this well. However, the Well Completion Report indicates that a **CBL,CASED HOLE PND,TEMP LOG**. Please submit a copy of these logs to our office as soon as possible.

Your help in this matter will be greatly appreciated. If you have questions regarding this request, please contact me at (801) 538-5284.

Sincerely,

Carol Daniels
Oil & Gas Well
Information Specialist

cc: Log File

STATE OF UTAH
DIVISION OF OIL, GAS, AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to re-enter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

1. Type of Well: OIL GAS OTHER:

2. Name of Operator:

BARRETT RESOURCES CORPORATION

3. Address and Telephone Number:

1515 ARAPAHOE ST., TOWER 3, #1000, DENVER, CO 80202 (303) 572-3900

4. Location of Well:

Footages: 1525' FNL 1200' FWL
QQ, Sec., T., R., M.: NWNW SECTION 17-T3S-R5W

5. Lease Designation and Serial Number:

FEE

6. If Indian, Allottee or Tribe Name:

7. Unit Agreement Name:

8. Well Name and Number:

OWL 3-17CS

9. API Well Number:

43-013-32112

10. Field and Pool, or Wildcat:

ALTAMONT/BLUEBELL

County: DUCHESNE

State: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

NOTICE OF INTENT

(Submit in Duplicate)

- Abandon
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Multiple Completion
- Other
- New Construction
- Pull or Alter Casing
- Recomplete
- Reperforate
- Vent or Flare
- Water Shut-Off

D-TS

Approximate date work will start _____

SUBSEQUENT REPORT

(Submit Original Form Only)

- Abandon
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Other
- New Construction
- Pull or Alter Casing
- Reperforate
- Vent or Flare
- Water Shut-Off

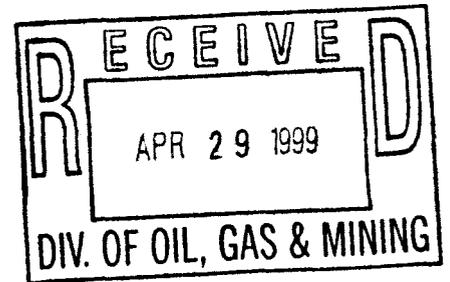
Date of work completion _____

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

* Must be accompanied by a cement verification report.

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

BARRETT RESOURCES CORPORATION PROPOSES RECOMPLETING THE SUBJECT WELL PER THE ATTACHED PROCEDURE.



13

Name & Signature:

Greg Davis

Title: PRODUCTION SERVICES SUPVR

Date: 4/27/99

(This space for Federal or State office use)

APPROVED BY THE STATE OF UTAH DIVISION OF OIL, GAS, AND MINING

(4/94)

(See instructions on reverse Side)

COPY SENT TO OPERATOR

Date: 5/5/99
By: CHD

DATE: 5/4/99
BY: *[Signature]*

**Barrett Resources Corporation
Re-Completion Procedure**

**Owl 3-17C5
SWNW Sec. 17, T3S-R5W
Duchesne County, Utah**

**Revised: 03/08/99
JEC**

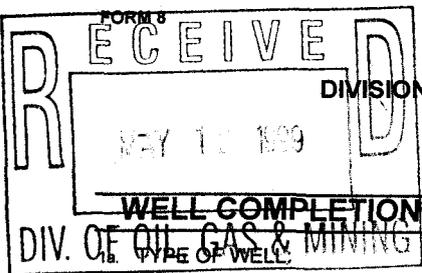
KB: 5,834' GL: 5,820' TD: 9,897' (11/98)
 PBTD: 9,839' (WLM 1/99)
 Surface Csg: 9 5/8" 36# K55 @ 961'; cmt'd w/ 590 sx
 Intermediate Csg: 5 1/2" 17# L-80 @ 9,323'*; cmt'd w/ 1365 sx *(9296' WLM)
 Liner: 3 1/2" 10.5# N-80 @ 9,897'; TOL @ 9,215'*; cmt'd w/ sx *(9196' WLM)
 Downhole Detail:
 Tbg Anchor 5 1/2" Trico B-2 TAC @ 9098.64' (50M# shear)
 Tubing 2 7/8" 6.5# N80 NuLock; EOT @ 9,173';
 Pump 2 1/2 x 1 1/2 x 20 x 23 x 25
 Rods 1" x 7/8" x 3/4"
 Open Perforations: 9,327-9,834' OA Wasatch; Total 240 holes, 8 intervals

Purpose: Despite initial encouraging signs, the completion interval 9,327'834' OA has failed to establish commercial production. The purpose of this procedure is to check the existing perforated intervals to determine if production can be restored and/or to recomplete the well in behind-pipe Wasatch sands located above the liner top.

- Plan: reperf existing zone DTS 5/15/99*
1. MIRU pulling unit. SI well, shut down pumping equipment. Check tubing and annulus for pressure; blow well down. Pump heated 2% KCl wtr down annulus. Unseat pump & POH w/ rods and pump. ND wellhead, NU BOPE. Rel TAC & POH w/ 2 7/8" tbg.
 2. RU wireline. RIH w/ gauge ring to determine level of fill in 3 1/2" liner. Need liner clear to +/- 9,700' (below perf @ 9,657'). RIH w/ 3 1/2" CIBP & set @ +/- 9,700'. Spot 2 sx cmt on top of plug w/ bailer (If necessary, PU 2 3/4" drag bit and 21 jts 2 1/16" tbg. CO inside liner to +/- 9,700'. POH w/ tbg & bit. RU wireline. PU 3 1/2" CIBP, RIH & set. Spot cmt on top of plug.)
 3. Load casing w/ 2% KCl wtr to ensure min. FL @ 5,000'. RIH w/ 3' section of Stimgun on wireline to 9,440'. Fire Stimgun propellant. Correlate depths to Computa-log CBL, dated 12-7-98
 4. PU 5 1/2" pkr & RIH on 2 7/8" tbg to +/- 9,200' (above TOL). RU tbg swab and swab test perforations 9,327'-9,657' OA. If no significant fluid entry, proceed to Step 5. If there are positive indications of fluid entry, continue to swab to establish productive rate. If successful, check w/ production engineer prior to decision to put well back on production.
 5. POH w/ tbg. RU wireline. RIH and set 5 1/2" CIBP above TOL @ +/- 9,200'. Dump 2 sx cmt on top of plug.
 6. Install lubricator and perforate additional Wasatch sands as follows using 4" hollow steel carrier gun w/ 23 gm charges @ 3 spf, 120 degree phasing:

8,478'-84'	8,491'-94'	8,520'-22'	8,526'-34'
8,542'-51'	8,693'-98'	8,709'-12'	8,739'-50'
8,852'-57'	8,870'-76'	8,892'-95'	8,972'-76'
8,980'-89'	9,129'-32'	9,165'-71'	

Total 83 net ft. in 15 intervals (249 holes)
 Correlate depths to Computa-log CBL, dated 12-7-98. RD wireline. Observe well for pressure and flowrate.
 7. PU 5 1/2" packer and 77 jts 3 1/2" tbg. RIH w/ pkr on 2 7/8" tbg w/ XO to 3 1/2" to +/- 8,450'. Set packer. Install tree and load annulus w/ treated wtr. Observe well for pressure and flowrate.
 8. Pre-heat water to 140° F. MIRU Halliburton. . Press test annulus to 1500 psi. Acidize perforations from 8,478' – 9,171' OA (249 holes) with 12,500 gals 15% HCl acid w/ corrosion and scale inhibitor, clay stabilizer and iron control. Stage 375 ball sealers for diversion after 1st 2500 gals acid pumped. Max. injection rate 34 bpm @ est. 6,700 psi. Maximum tubing pressure not to exceed 10,000 psi. Monitor pressure during job. Flush to btm perf (3300 gals), then over-flush by 1,000 gals. RD Halliburton. Open well to pit for cleanup.
 10. Evaluate fluid flow and pressures. If well is flowing, run production log to determine fluid entry points. If well will not flow, rel pkr & POH w/ 3 1/2" tbg. LD 3 1/2" tbg & RIH w/ additional 2 7/8" tbg to re-set pkr @ +/- 8,450'. RU tbg swab. Swab/flow well for evaluation. Check w/ production engineer prior to committing to put well on pump.
 11. Kill well if necessary. Rel pkr, POH w/ tbg & pkr.
 12. PU down-hole equip. (TAC, SN, gas anchor, etc.) RIH on 2 7/8" production tubing. Set TAC in 5 1/2" casing and land tbg. ND BOP, NU wellhead. If well will flow, place on production. If necessary, TIH w/ pump and scraped rod string. Seat pump and test tbg to 500 psi. RD & rel rig.
 13. Turn well to production through #1-17C5 battery.



STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. LEASE DESIGNATION AND SERIAL NO.
FEE

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
OWL

9. WELL NO.
3-17C5

10. FIELD AND POOL, OR WILDCAT
ALTAMONT/BLUEBELL

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA
NWNW 17-3S-5W

WELL COMPLETION OR RECOMPLETION REPORT AND LOG*

a. TYPE OF WELL: OIL WELL GAS WELL DRY OTHER _____

b. TYPE OF COMPLETION: NEW WELL WORK OVER DEEP-EN PLUG BACK DIFF. RESVR. OTHER _____

2. NAME OF OPERATOR
BARRETT RESOURCES CORPORATION

3. ADDRESS OF OPERATOR
1515 ARAPAHOE ST, TOWER 3, #1000 DENVER, CO 80202 303-572-3900

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*
At surface **1525' FNL 1200' FWL** *4452 446-N*
At top prod. interval reported below *544 348-E*
At total depth

14. API NO. **43-013-32112** DATE ISSUED

12. COUNTY **DUCHESNE** 13. STATE **UTAH**

15. DATE SPUNDED **9/29/98** 16. DATE T.D. REACHED **11/21/98** 17. DATE COMPL (Ready to prod.) **5/3/99** 18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* **5818.1' GRADED GR.** 19. ELEV. CASINGHEAD

20. TOTAL DEPTH, MD & TVD **9897'** 21. PLUG, BACK T.D., MD & TVD 22. IF MULTIPLE COMPL., HOW MANY* 23. INTERVALS ROTARY TOOLS DRILLED BY **X** CABLE TOOLS

24. PRODUCING INTERVAL (S), OF THIS COMPLETION - TOP, BOTTOM, NAME (MD AND TVD) CIBP@9730' (10' CMT ON CIBP) CIBP@9190' (APPROX 5' CMT ON CIBP)
WASATCH TOP = 8304' PRODUCING INTERVAL = 8478-9171' TAC=7755'

25. WAS DIRECTIONAL SURVEY MADE
26. TYPE ELECTRIC AND OTHER LOGS RUN **BHC, HI RES INDUCTION, CBL, CASED HOLE PND, TEMP LOG**
27. WAS WELL CORED YES NO (Submit analyses)
DRILL STEM TEST YES NO (See reverse side)

28. CASING RECORD (Report all strings set in well)

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
9 5/8"	36#	961.26'	13 1/2"	590 SX	
5 1/2"	17#	9323.04'	7 7/8"	975 SX	

29. LINER RECORD 30. TUBING RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
3 1/2"	9215'	9897'	75		2 7/8"	8462'	

31. PERFORATION RECORD (Interval size and number) 32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
9327'-9834'	13500 GALS 7 1/2% HCL
8478-9171'	2000 GALS XYLENE, 12500 GALS 15% HCL

33.* PRODUCTION

DATE FIRST PRODUCTION **4/27/99** PRODUCTION METHOD (Flowing, gas lift, pumping--size and type of pump) **FLOWING** WELL STATUS (Producing or shut-in) **PRODUCING**

DATE OF TEST	HOURS TEST	CHOKE SIZE	PROD'N. FOR TEST PERIOD	OIL--BBL.	GAS--MCF.	WATER--BBL.	GAS-OIL RATIO
5/5/99	24	26/64"	----->				2718:1

FLOW. TUBING PRESS.	CASING PRESSUR	CALCULATED 24-HOUR RATE	OIL--BBL.	GAS--MCF.	WATER--BBL.	OIL GRAVITY-API (CORR.)
300	1100	----->	273	742	255	

34. DISPOSITION OF GAS (Solid, used for fuel, vented, etc.) **SOLD** TEST WITNESSED BY

35. LIST OF ATTACHMENTS

36. I hereby certify that the foregoing and attached information is complete and correct as determined from available records

SIGNED *Greg Davis* TITLE **PRODUCTION SERVICES SUPVR.** DATE **5/10/99**

See Spaces for Additional Data on Reverse Side

INSTRUCTIONS

This form should be completed in compliance with the Utah Oil and Gas Conservation General Rules. If not filed prior to this time, all logs, tests, and directional surveys as required by Utah Rules should be attached and submitted with this report.

ITEM 18: Indicate which elevation is used as reference for depth measurements given in other spaces on this form and on any attachments. ITEMS 22 and 24: If this well is completed for separate production from more than one interval zone (multiple completion), so state in item 22, and in item 24 show the producing interval, or intervals, top(s), bottom(s) and name(s) for only the interval reported in item 33. Submit a separate report (page) on this form, adequately identified, for each additional interval to be separately produced, showing the additional data pertinent to such interval.

ITEM 29: "Sacks Cement": Attached supplemental records for this well should show the details of any multiple stage cementing and the location of the cementing tool.

ITEM 33: Submit a separate completion report on this form for each interval to be separately produced (see instruction for items 22 and 24 above).

37. SUMMARY OF POROUS ZONES:

Show all important zones of porosity and contents thereof; cored intervals; and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures, and recoveries.

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	NAME	TOP	
					Meas. Depth	True Vert. Depth
				U GREEN RIVER M GREEN RIVER L GREEN RIVER WASATCH	3923' 5428' 6648' 8304'	

38. GEOLOGIC MARKERS

SUNDRY NOTICES AND REPORTS ON WELLS

5. LEASE DESIGNATION AND SERIAL NUMBER
6. IF INDIAN ALLOTTEE OR TRIBE NAME
7. UNIT or CA AGREEMENT NAME
8. WELL NAME and NUMBER:
Exhibit "A"
9. API NUMBER:
10. FIELD AND POOL, OR WILDCAT:

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

TYPE OF WELL: OIL WELL GAS WELL OTHER _____
NAME OF OPERATOR:
El Paso Production Oil & Gas Company
ADDRESS OF OPERATOR:
South 1200 East CITY Vernal STATE Utah ZIP 84078 PHONE NUMBER: 435-789-4433
LOCATION OF WELL

FOOTAGES AT SURFACE: COUNTY:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: UTAH

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMingle PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Name Change</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
As a result of the merger between The Coastal Corporation and a wholly owned subsidiary of El Paso Energy Corporation, the name of Coastal Oil & Gas Corporation has been changed to El Paso Production Oil & Gas Company effective March 9, 2001.

See Exhibit "A"

Bond # 400JU0708

Coastal Oil & Gas Corporation
NAME (PLEASE PRINT) John T. Elzner TITLE Vice President
SIGNATURE [Signature] DATE 06-15-01
El Paso Production Oil & Gas Company
NAME (PLEASE PRINT) John T. Elzner TITLE Vice President
SIGNATURE [Signature] DATE 06-15-01

RECEIVED

JUN 19 2001

DIVISION OF
OIL, GAS AND MINING

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "COASTAL OIL & GAS CORPORATION", CHANGING ITS NAME FROM "COASTAL OIL & GAS CORPORATION" TO "EL PASO PRODUCTION OIL & GAS COMPANY", FILED IN THIS OFFICE ON THE NINTH DAY OF MARCH, A.D. 2001, AT 11 O'CLOCK A.M.

RECEIVED

MAR 1 2001

DIVISION OF
OIL, GAS AND MINING



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1061007

DATE: 04-03-01

0610204 8100

010162788

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

COASTAL OIL & GAS CORPORATION (the "Company"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of the Company, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Company:

RESOLVED that it is deemed advisable that the Certificate of Incorporation of this Company be amended, and that said Certificate of Incorporation be so amended, by changing the Article thereof numbered "FIRST." so that, as amended, said Article shall be and read as follows:

"FIRST. The name of the corporation is El Paso Production Oil & Gas Company."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders entitled to vote have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said COASTAL OIL & GAS CORPORATION has caused this certificate to be signed on its behalf by a Vice President and attested by an Assistant Secretary, this 9th day of March 2001.

COASTAL OIL & GAS CORPORATION

David L. Siddall

David L. Siddall
Vice President

Attest:

Margaret E. Roark
Margaret E. Roark, Assistant Secretary

RECEIVED

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:00 AM 03/09/2001
010118394 - 0610204

JUN 19 2001

DIVISION OF
OIL, GAS AND MINING



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155

RECEIVED

JUL 12 2001

DIVISION OF
OIL, GAS AND MINING

In Reply Refer To:
3106
UTSL-065841
(UT-924)

JUL 10 2001

NOTICE

El Paso Production Oil & Gas Company : Oil and Gas
Nine Greenway Plaza :
Houston TX 77046-0095 :

Name Change Recognized

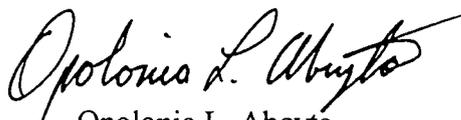
Acceptable evidence has been received in this office concerning the name change of Coastal Oil & Gas Corporation into El Paso Production Oil & Gas Company with El Paso Production Oil & Gas Company being the surviving entity.

For our purposes, the name change is recognized effective March 9, 2001.

The oil and gas lease files identified on the enclosed exhibit have been noted as to the name change. The exhibit was compiled from a list of leases obtained from our computer program. We have not abstracted the lease files to determine if the entities affected by this name change hold an interest in the leases identified nor have we attempted to identify leases where the entities are the operator on the ground maintaining no vested recorded title or operating rights interests. We will be notifying the Minerals Management Service and all applicable Bureau of Land Management offices of the change by a copy of this notice. If additional documentation for changes of operator are required by our Field Offices, you will be contacted by them.

If you identify additional leases in which the entities maintain an interest, please contact this office and we will appropriately document those files with a copy of this Notice.

Due to the name change, the name of the principal/obligor on the bond is required to be changed from Coastal Oil & Gas Corporation to El Paso Production Oil & Gas Company. You may accomplish this either by consent of surety rider on the original bond or a rider to the original bond. The bonds are held in Wyoming and Colorado.



Opolonia L. Abeyta
Acting Chief, Branch of
Minerals Adjudication

Enclosure

1. Exhibit of Leases (1 pp)

cc: Moab Field Office
Vernal Field Office
MMS, Reference Data Branch, MS3130, PO Box 5860, Denver CO 80217
*State of Utah, DOGM, Attn: Jim Thompson (Ste. 1210), Box 145801, SLC UT 84114
Teresa Thompson (UT-922)
Joe Incardine (UT-921)

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS		6. Lease Designation and Serial Number FEE
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells. Use APPLICATION FOR PERMIT – for such proposals		7. Indian Allottee or Tribe Name
1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other (specify)		8. Unit or Communitization Agreement
2. Name of Operator EL PASO PRODUCTION O&G COMPANY		9. Well Name and Number OWL 3-17C5
3. Address of Operator P.O. BOX 1148 VERNAL, UT 84078	4. Telephone Number (435) 781-7023	10. API Well Number 43-013-32112
5. Location of Well Footage : 1525' FNL & 1200' FWL County : DUCHESNE COUNTY QQ, Sec, T., R., M : SWNW SEC. 17, T3S, R5W State : UT		11. Field and Pool, or Wildcat

12. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA																											
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13. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

COASTAL OIL & GAS CORPORATION IS CONSIDERED TO BE THE OPERATOR ON THE ABOVE DESCRIBED LANDS AND IS RESPONSIBLE UNDER THE TERMS AND CONDITIONS OF THE LEASE FOR THE OPERATIONS CONDUCTED ON THE LEASED LANDS OR PORTIONS THEREOF, BOND COVERAGE FOR THIS WELL IS PROVIDED BY COASTAL OIL & GAS CORPORATION BOND NO. 102013, EFFECTIVE JANUARY 1, 2000.

COASTAL OIL & GAS CORPORATION WILL RELINQUISH THE OPERATORSHIP OF THE REFERENCED WELL TO EL PASO OIL & GAS COMPANY ON THE ABOVE DESCRIBED LANDS AND IS RESPONSIBLE UNDER THE TERMS AND CONDITIONS OF THE LEASE FOR THE OPERATIONS CONDUCTED ON THE LEASED LANDS OR PORTIONS THEREOF, BOND COVERAGE FOR THIS WELL IS PROVIDED BY FEE BOND NO. 400JU0708, EFFECTIVE MAY 7, 2001.

RECEIVED
JUL 09 2002
DIVISION OF OIL, GAS AND MINING

14. I hereby certify that the foregoing is true and correct.

Name & Signature *Cheryl Cameron* Title _____ Date 06/19/02

(State Use Only)

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

<p>SUNDRY NOTICES AND REPORTS ON WELLS</p> <p>Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells. Use APPLICATION FOR PERMIT -- for such proposals</p>		6. Lease Designation and Serial Number FEE
		7. Indian Allottee or Tribe Name
		8. Unit or Communitization Agreement
1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other (specify)		9. Well Name and Number OWL 3-17C5
2. Name of Operator BARRETT RESOURCES CORPORATION, KNA WILLIAMS PRODUCTION RMT COMPANY, INC.		10. API Well Number 43-013-32112
3. Address of Operator 1515 ARAPAHOE ST. TOWER 3, SUITE #1000 DENVER, CO 80202	4. Telephone Number (303) 572-3900	11. Field and Pool, or Wildcat
5. Location of Well Footage : 1525' FNL & 1200' FWL County : DUCHESNE COUNTY QQ, Sec. T., R., M : SWNW SEC. 17, T3S, R5W State : UT		

12. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA																											
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13. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

EFFECTIVE JANUARY 1, 2000, BARRETT RESOURCES CORPORATION (KNA WILLIAMS PRODUCTION RMT COMPANY, INC) WILL RELINQUISH THE OPERATORSHIP OF THE REFERENCED WELL TO COASTAL OIL AND GAS CORPORATION.

RECEIVED
 JUL 09 2002
 DIVISION OF
 OIL, GAS AND MINING

14. I hereby certify that the foregoing is true and correct.

Name & Signature JOSEPH P. BARRETT Title ATTORNEY-IN-FACT Date 06/19/02

(State Use Only)

6. (R649-9-2)Waste Management Plan has been received on: PLAN IN PLACE

7. **Federal Wells:** The BLM has approved the merger, name change, or operator change for all wells listed on listed on Federal leases on: 06/10/2001

8. **Indian Lease Wells:** The BIA has approved the merger, name change, or operator change for all wells listed on Indian leases on: N/A

9. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: N/A

10. **Federal and Indian Communization Agreements ("CA"):**

The BLM or BIA has approved the operator for all wells listed within a CA on: N/A

11. **Underground Injection Cont** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

1. Changes entered in the Oil and Gas I 07/09/2002

2. Changes have been entered on the Monthly Operator Change Spread Sheet on: 07/09/2002

3. Bond information entered in RBDMS on: 07/09/2002

4. Fee wells attached to bond in RBDMS on: 07/09/2002

STATE WELL(S) BOND VERIFICATION:

1. State well(s) covered by Bond Number: N/A

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: WY 3438

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: N/A

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The NEW operator of any fee well(s) listed covered by Bond Number 400JU0708

2. The FORMER operator has requested a release of liability from their bond on: N/A

The Division sent response by letter on: N/A

LEASE INTEREST OWNER NOTIFICATION:

3. (R649-2-10) The FORMER operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 07/09/2002

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

			5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
			6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
			7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: Owl 3-17C5	
2. NAME OF OPERATOR: El Paso E & P Company LP		9. API NUMBER: 4301332112	
3. ADDRESS OF OPERATOR: 1099 18th St. Ste 1900 CITY Denver STATE CO ZIP 80203		PHONE NUMBER: (303) 291-6417	10. FIELD AND POOL, OR WILDCAT: Altamont
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1525 FNL & 1200 FWL			COUNTY: Duchesne
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNW 17 T3S R5W			STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 3/16/2009	<input checked="" type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input checked="" type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input checked="" type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

El Paso E & P Company LP requests approval to recomplete; infill perms and acid frac subject well per attached procedure.

COPY SENT TO OPERATOR

Date: 3.5.2009

Initials: KS

NAME (PLEASE PRINT) <u>Marie OKeefe</u>	TITLE <u>Sr. Regulatory Analyst</u>
SIGNATURE <u>Marie OKeefe</u>	DATE <u>2/16/2009</u>

(This space for State use only)

**APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING**

DATE: 3/4/09
BY: [Signature] (See Instructions on Reverse Side)

**RECEIVED
FEB 17 2009**

DIV. OF OIL, GAS & MINING

Recompletion Procedure
Owl 3-17C5
Section 17, T3S, R5W
Altamont-Bluebell Field
Duchesne County, Utah

COMPANY PERSONNEL

Title	Name	Office	Mobile	Home
Production Manager	Frank Seidel	(303) 291-6436	(303) 945-1049	(720) 524-8693
Production Engineer	Doug Sprague	(303) 291-6433	(303) 957-6176	(303) 627-4970
Production Foreman	Gary Lamb	(435) 454-4224	(435) 823-1443	(435) 454-3537

TUBULAR DATA

Material	Description	Burst (100%)	Col (100%)	Body Yield	Jt Yield	ID	Drift ID	Cap CF/LF	TOC
Surface Casing	9 5/8" 36# K-55 @ 961'	3520	2020	564	423	8.921	8.765	.4340	SURF
Intermediate Casing	5 1/2" 17# L-80 @ 9,323'	7740	6290	397	356	4.892	4.767	.1305	8,330 (CBL)
Production Liner	3 1/2" 10.2# N-80 @ 9,215' to 9,897'	15000	15310	3502 95	246	2.992	2.867	.0466	TOL

1. MIRU workover rig. Load well with TPW. POOH and lay down pump and rods.
2. ND wellhead. NU and test BOP. POOH and lay down side string. Release TAC and POOH with 2 7/8" tubing. Lay down BHA.
3. RIH with 4 3/4" bit, 5 1/2" casing scraper and DC's and drill out BP and cement at 9,185' and clean wellbore to top of liner (9,215'). Circulate well clean. POOH.
4. RIH with 2 3/4" bit, 3 1/2" casing scraper and DC's and drill out BP and cement at 9,720' and clean liner to initial PBD at 9,850'. Circulate well clean. POOH.
5. RIH with RTB and set at 8,400'. Pressure test casing to 1,500 psi. If leak is detected, isolate with packer. Establish breakdown. Design squeeze job based on breakdown data and squeeze leak. Drill out and test squeeze. Circulate hole clean. POOH laying down tubing.
6. RU EL w/ 5K lubricator and test to 5,000 psi with water. RIH and shoot the intervals of Stage # 1 per the attached schedule with 2 1/2" HSC, 22.7 gm charges or 3 3/8", 25gm charges (dependent on casing size) with 3 SPF and 120° phasing. Record any

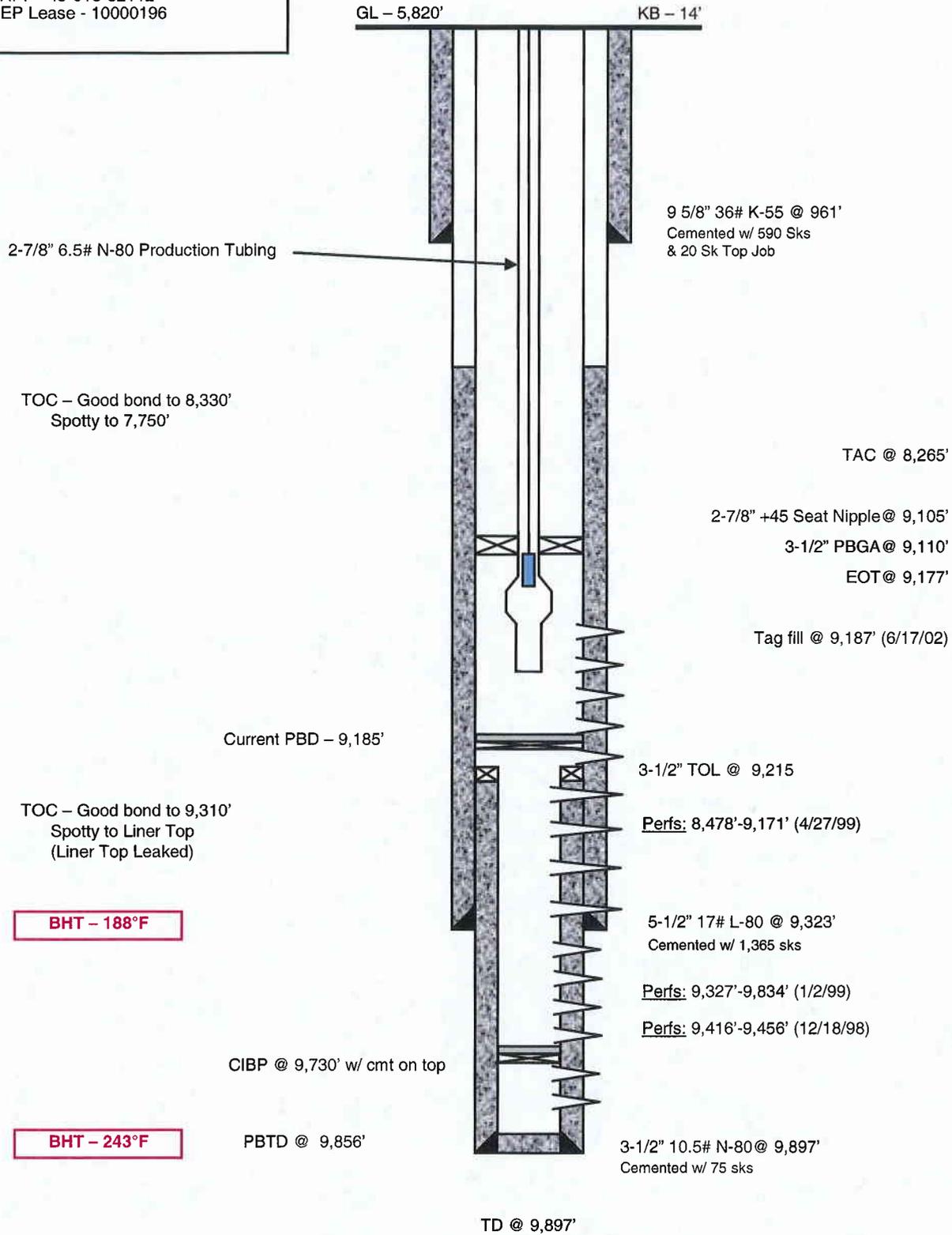
changes in fluid level or wellhead pressure while perforating. RD WL unit. Lay and stake hardline to pit, NU chokes on casing valves

7. Pick up treating packer with circulating port and RIH with 3 ½" stimulation string. Set packer at 8,100'±.
8. Load hole with 15 bbls of paraffin chemical mixed with 60 bbls of diesel.
9. MI and RU stimulation company.
10. Acidize formation with 44,000 gallons 15% HCl acid at 35 to 45 bpm in eleven 4,000 gallon stages with 50 bbl spacers. Run 75 Bio-Ball (brown or green color) sealers evenly dispersed in the acid per stage and rock salt for diversion. **Maximum allowable surface pressure is 8,500 psi.** Acid to contain corrosion, scale inhibitor and acid and flush fluids are to contain 2.0 gpt MA-844. Heat treating water to ±120°F on day of treatment. Bottom hole static temperature is 184° F at 9,040' (Mid perf). Overflush acid 10 bbls to bottom perf with 2% KCl substitute water. Shut down. Isolate well head and continue to monitor well head pressure with stimulation company's data recorder for 15 minutes. RD&MO stimulation company.
11. Attempt to flow test well for 24 hours recording hourly rates and pressures.
12. Open circulating port and kill well. Release treating packer and POOH laying down stimulation string.
13. Run production setup based on well productivity. RD & MO unit.
14. Turn well over to production. Clean location.

Wellbore Diagram

Owl 3-17C5

Altamont / Blue Bell Field
 Duchesne Co, Utah
 API - 43-013-32112
 EP Lease - 10000196



Owl 3-17B5
PERFORATION SCHEDULE - WASATCH FORMATION

Open Hole Reference Log: Halliburton High Resolution Induction - Run 1 - 11/12/98 & Run 2 - 11/21/98

Proposed Infill Perfs - 2008

Depth	Depth	SPF	Cum Shots	Depth	Depth	SPF	Cum Shots	Depth	Depth	SPF	Cum Shots
8,312	8,313	3	3	8,671	8,672	3	132	9,181	9,183	3	261
8,321	8,322	3	6	8,678	8,679	3	135	9,239	9,241	3	267
8,326	8,327	3	9	8,699	8,700	3	138	9,254	9,255	3	270
8,329	8,330	3	12	8,705	8,706	3	141	9,257	9,258	3	273
8,332	8,333	3	15	8,706	8,707	3	144	9,261	9,262	3	276
8,347	8,348	3	18	8,714	8,715	3	147	9,264	9,266	3	282
8,350	8,351	3	21	8,718	8,719	3	150	9,272	9,273	3	285
8,353	8,354	3	24	8,727	8,729	3	156	9,285	9,286	3	288
8,362	8,363	3	27	8,768	8,769	3	159	9,291	9,292	3	291
8,388	8,390	3	33	8,776	8,777	3	162	9,295	9,296	3	294
8,396	8,398	3	39	8,780	8,782	3	168	9,304	9,305	3	297
8,402	8,403	3	42	8,788	8,790	3	174	9,313	9,314	3	300
8,405	8,406	3	45	8,804	8,805	3	177	9,335	9,336	3	303
8,412	8,413	3	48	8,815	8,816	3	180	9,338	9,339	3	306
8,416	8,417	3	51	8,825	8,826	3	183	9,360	9,361	3	309
8,428	8,429	3	54	8,833	8,834	3	186	9,365	9,366	3	312
8,435	8,437	3	60	8,838	8,839	3	189	9,377	9,378	3	315
8,443	8,445	3	66	8,843	8,844	3	192	9,385	9,386	3	318
8,448	8,449	3	69	8,912	8,913	3	195	9,393	9,394	3	321
8,453	8,454	3	72	8,917	8,918	3	198	9,398	9,399	3	324
8,458	8,459	3	75	8,921	8,922	3	201	9,438	9,440	3	330
8,463	8,464	3	78	8,926	8,927	3	204	9,553	9,554	3	333
8,467	8,468	3	81	8,944	8,945	3	207	9,582	9,583	3	336
8,470	8,471	3	84	8,952	8,953	3	210	9,589	9,590	3	339
8,496	8,497	3	87	8,963	8,964	3	213	9,625	9,626	3	342
8,505	8,506	3	90	8,998	8,999	3	216	9,630	9,631	3	345
8,517	8,518	3	93	9,008	9,009	3	219	9,639	9,641	3	351
8,578	8,579	3	96	9,020	9,021	3	222	9,672	9,673	3	354
8,582	8,583	3	99	9,027	9,029	3	228	9,675	9,676	3	357
8,586	8,587	3	102	9,044	9,045	3	231	9,682	9,684	3	363
8,591	8,593	3	108	9,053	9,054	3	234	9,720	9,721	3	366
8,607	8,608	3	111	9,089	9,090	3	237	9,725	9,726	3	369
8,612	8,613	3	114	9,091	9,092	3	240	9,728	9,729	3	372
8,618	8,619	3	117	9,104	9,105	3	243	9,730	9,731	3	375
8,622	8,623	3	120	9,107	9,108	3	246	9,750	9,752	3	381
8,629	8,630	3	123	9,118	9,119	3	249	9,767	9,768	3	384
8,654	8,655	3	126	9,124	9,125	3	252				
8,665	8,666	3	129	9,147	9,148	3	255				

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: OWL 3-17C5
2. NAME OF OPERATOR: EL PASO E&P COMPANY, LP	9. API NUMBER: 43013321120000
3. ADDRESS OF OPERATOR: 1099 18th ST, STE 1900 , Denver, CO, 80202	PHONE NUMBER: 303 291-6417 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1525 FNL 1200 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 17 Township: 03.0S Range: 05.0W Meridian: U	9. FIELD and POOL or WILDCAT: ALTAMONT COUNTY: DUCHESNE STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 8/28/2009	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: _____

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

El Paso E&P Company, L.P. recompleted the Owl 3-17C5 to the Wasatch. Recompletion activity was from 07/30/2009 - 08/28/2009. The daily activity reports are attached.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 October 22, 2009

NAME (PLEASE PRINT) Kim Traylor	PHONE NUMBER 713 420-5910	TITLE Sr. Regulatory Analyst
SIGNATURE N/A		DATE 10/21/2009



Operations Summary Report

Legal Well Name: OWL 3-17C5
 Common Well Name: OWL 3-17C5
 Event Name: RECOMPLETION
 Contractor Name: PEAK
 Rig Name: PEAK
 Spud Date: 9/29/1998
 Start: 7/28/2009
 Rig Release:
 Rig Number: 700
 End:
 Group:

Date	From - To	Hours	Code	Sub Code	Phase	Description of Operations
7/30/2009	07:00 - 09:00	2.00	C	01		HSM MIRU. RD HORSE HEAD. WHILE PUMPING DOWN CSG
	09:00 - 14:00	5.00	C	08		ATTEMPT TO UNSEAT PUMP. WHILE PUMPING DOWN CSG
	14:00 - 16:00	2.00	C	08		RU 2ND HOTOILER CONTINUED TO TRY UNSEAT PUMP
	16:00 - 19:00	3.00	C	04		RELEASED 2 ND HOTOILER RELEASED ON/OFF TOOL TOOH W/ CO-ROD
	19:00 - 20:00	1.00	C	01		RD CO-ROD RIG CLEAN RIG AND LOCATION SECURED WELL SDFN
7/31/2009	-					DAILY 570 BTPW
8/1/2009	-					NO ACTIVITY
8/2/2009	-					NO ACTIVITY
8/3/2009	-					NO ACTIVITY
8/4/2009	07:00 - 10:30	3.50	C	01		HSM MOVED RIG FROM THE 1-1B1 TO THE 3-17 C5. MIRU
	10:30 - 11:30	1.00	C	10		ND WELLHEAD NU BOPS RU RIG FLOOR
	11:30 - 13:00	1.50	C	04		RELEASED TAC TOO H W/ 68-JTS 2 7/8 TBG. CLUTCH BROKE IN RIG, SECURE WELL SDFN WAIT ON MECHANIC IN THE A.M.
8/5/2009	-					WORKED ON RIG
8/6/2009	10:00 - 13:30	3.50	C	04		HSM TOO H W/ REST OF PLUGGED TBG 218-JTS 2 7/8 N-80 EUE .LD BHA
	13:30 - 14:00	0.50	C	18		WASHED OF RIG AND FLOOR
	14:00 - 19:00	5.00	C	04		PU AND TALLIED 4 3/4 BIT, BIT SUB, 4-3 1/8 DC, X-OVER, 181 JTS 2 7/8 N-80 EUE FLUSHING TBG AS NEEDED W/ 150 BTPW SECURED WELL SDFN
8/7/2009	07:00 - 10:00	3.00	C			DAILY 150 BTPW
	10:00 - 12:00	2.00	C			HSM RIH W/ 83-JTS 2 7/8 N-80 EUE TAGGED FILL @ 9193' SLM.FLUSH TBG AS NEEDED W/ 100BBLs TOO H W/ 26-JTS 2 7/8 TBG EOT@8409'
8/8/2009	-					RAN FLOW BACK LINES SECURED WELL SDFN.
8/9/2009	07:00 - 08:00	1.00	C	18		NO ACTIVITY
8/10/2009	-					HOTSOT DELIVERED LIFT EQUIPMENT FOR 1 1/2 TBG
8/11/2009	05:00 - 10:00	5.00	C	04		NO ACTIVITY
	10:00 - 16:30	6.50	C	13		CT & TGSM (WORKING W/ NITROGEN UNIT) CSIP & TSIP @ 100# PSI, BWD, MU&RIH W/ 23 JTS, STRING FLOAT, 1 JTS, R/U PWR SWVL & CUDD PUMP LINES, TAG @ 9193'. W/ JT # 264
	16:30 - 20:30	4.00	C	04		BREAK CIRCULATION W/ NITROGEN UNIT, CLEAN OUT 9215 W/ JT # 265 TO CIRCULATE WELL CLEAN, R/D CUDD., & PWR SWVL. POOH W/ 4 JTS, STRING FLOAT, 261 JTS 2-7/8" 8RD EUE TBG, X/O, 4-3-1/8" DCS, BIT SUB, 4-3/4" BIT. SWIFD CSDFD CT
8/12/2009	05:30 - 11:00	5.50	C	04		CT & TGSM (P/U 1.9 TBG) CSIP@ 100# PSI, BWD, MU&RIH W/ 2.75 MILL, BIT SUB, 26 JTS 1.9 (O.D) P-110 CS HYDRILL, X/O , 266 JTS, TAG @ 9215'. R/U PWR SWVL W/ JT #266 & R/U CUDD PUMP LINES.
	11:00 - 17:30	6.50	C	13		BREAK CIRCULATION, DRILL UP REMAINING 5-1/2" CIBP @ LINER TOP, SWVL DOWN W/ 2 ADDITIONAL JTS TO 9295'.
	17:30 - 19:30	2.00	C	08		CIRC WELL CLEAN, R/D PWR SWVL, POOH W/ 4 JTS, SWIFD CSDFD CT. EOT @ 9170'.
8/13/2009	05:30 - 08:30	3.00	C	04		CT & TGSM (LOCK OUT TAG OUT) CSIP @ 500 # PSI, BEG BWD, RIH W/ 20 JTS 2-7/8" 8RD EUE TBG, TAG @ 9723'. R/U PWR SWVL W/ JT # 282, R/U CUDD PUMPLINES



Operations Summary Report

Legal Well Name: OWL 3-17C5
 Common Well Name: OWL 3-17C5
 Event Name: RECOMPLETION
 Contractor Name: PEAK
 Rig Name: PEAK
 Start: 7/28/2009
 Rig Release:
 Rig Number: 700
 Spud Date: 9/29/1998
 End:
 Group:

Date	From - To	Hours	Code	Sub Code	Phase	Description of Operations
8/13/2009	08:30 - 16:00	7.50	C	13		CLEAN OUT TO W/ 16" IN W/ JT # 285, TO 9825' LAST 1.5 HRS C/NOT MAKE ANY ADDITIONAL HOLE.
	16:00 - 17:00	1.00	C	08		CIRC., CLEAN, R/D PWR SWVL.
	17:00 - 19:30	2.50	C	04		POOH W/ 39 JTS 2-7/8" 8RD EUE TBG EOT @ 8669'. SWIFD CSDFD CT
8/14/2009	06:00 - 10:00	4.00	C	04		CT & TGSM (MYT ELEVATORS) TSIP & CSIP @ 100# PSI, BWD, POOH W/ 246 JTS 2-7/8" 8RD EUE TBG, X/O, 23 JTS 1.9 TBG, BIT SUB, L/D & RETIRE MILL.
	10:00 - 14:00	4.00	C	04		MU & RIH W/ 5-1/2" PLG, RET., HEAD, 6' 2-7/8" PUP JT., 5-1/2" PKR, 262 JTS 2-7/8" 8RD EUE TBG, SET PLG @ 8400', L/D 1 JT., SET PKR @ 8368'. TEST TOOLS TO 1500# PSI, GOOD TEST, TEST CSG TO 1500# PSI, GOOD TEST.
	14:00 - 19:00	5.00	C	04		RELEASE PKR, P/U 1 JT., RET., PLG, POOH W/ 262 JTS., L/D & RET PKR & PLG. SWIFD CSDFD CT.
8/15/2009	06:00 - 08:30	2.50	C	18		CT & TGSM (PERFORATING) CSIP @ 100# PSI, BWD. MOL W/ PERFOLOG WIRELINE EQ., R/U.
	08:30 - 12:00	3.50	C	11		RIH W/ 3 CONS 2 1/2" HSC, 22.7 GM CHARGES W/ 3 SPF, AND 120 deg, PHASING. NO FLUID LEVEL CHANGES.
	12:00 - 13:00	1.00	C	11		MU 4TH GUN TO RIH AND FINISH SHOOTING PERFS MISSED BY SHORTED GUNS IN PREVIOUS 3 GUN RUNS.
	13:00 - 14:00	1.00	C	11		RIH W/ 4TH GUN PERFORATING REMAINING SHOT (9238' TO 9769') 123 TTL SHOTS. R/D PERFOLOG.
	14:00 - 14:30	0.50	C	18		C/O TO 3-1/2 TBG EQ.,
	14:30 - 16:00	1.50	C	04		PU, MU&RIH W/ 5-1/2" WCS PKR, 2-7/8" X 3-1/2" X/O, 125 JTS 3-1/2" STIMULATION STRING. EOT @ 3805'. SWIFD CSDFD CT.
8/16/2009	06:00 - 06:30	0.50	C	18		CSDFWE
8/17/2009	06:00 - 06:30	0.50	C	18		CSDFWE
8/18/2009	06:00 - 10:00	4.00	C	04		CT & TGSM (P/U 3-1/2" TBG) TSIP & CSIP @ 100# PSI BWD., CONT MU&RIH W/ 167 JTS 3-1/2" TBG TAG LINER TOP, L/D 1 JT., SET PKR @ 9210'.
8/19/2009	10:00 - 13:00	3.00	C	18		PREPAIR LOC FOR ACID CRW IN A.M. SWIFD CSDFD CT.
	06:00 - 09:00	3.00	C	01		MOL W/ SCHLUMBERGER ACI EQ., R/U TO WELL HEAD.
	09:00 - 09:30	0.50	C	18		SAFETY MEETING W/ RIG CRW & SCHLUMBERGER. (STAY CLEAR OF LINES LOCATION OF SHOWER, MEETING PLACE)
	09:30 - 10:00	0.50	C	09		TEST LINES LEAK IN BALL DROPPER
	10:00 - 11:00	1.00	C	06		REPAIR BALL DROPPER
	11:00 - 12:00	1.00	C	21		TEST LINES TO 8568# PSI, OPEN WELL, TRICKLE 2 BPM DOWN CSG DURING ACID JOB, TREAT W/ 15,000 GAL 15% HCL IN FIVE 3000 GAL., STAGES, W/ 1500 GAL SPACERS, RUN 20 BIO-BALLS IN EACH ACID STAGE & ROCKSALT FOR DIVERSION AVE. FLUSH 10 BBLs PAST BTM PERF. RATE @ 20.2 BPM, MX RATE 33.7 BPM, AVE PSI @ 7678, MAX PSI @ 8459.
	12:00 - 13:00	1.00	C	01		ISIP @ 2850, 5/ 1333, 10/ 793, 15/ 131. SWI. RDMOL W/ ACID EQ.,
	13:00 - 18:00	5.00	C	04		SIP @ VAC., RELEASE PKR, POOH W/ 291 JTS 3-1/2" STIM., STRING, 3-1/2 X 2-7/8 X/O, L/D & RETIRE PKR. SWIFD CSDFD CT
8/20/2009	06:00 - 08:30	2.50	C	11		CT & TGSM (PERFORATING) CSIP @ 100# PSI. BWD, MOL W/ PERFOLOG WIRELINE EQ., R/U. RIH W/ 5-1/2" WCS RBP & SET @ 9185'
	08:30 - 09:30	1.00	C	11		RIH W/ RUN # 1 & PERFORATE 9010 TO 9149'. TOP SHOT DID NOT FIRE.
	09:30 - 10:30	1.00	C	11		RIH W/ RUN # 2 & PERFORATE 8963' TO 8805'.
	10:30 - 11:30	1.00	C	11		RIH W/ RUN # 3 & PERFORATE 8999' TO 9000'. GUN SHORTED



EL PASO PRODUCTION Operations Summary Report

Legal Well Name: OWL 3-17C5	Spud Date: 9/29/1998
Common Well Name: OWL 3-17C5	End:
Event Name: RECOMPLETION	Start: 7/28/2009
Contractor Name: PEAK	Rig Release: Group:
Rig Name: PEAK	Rig Number: 700

Date	From - To	Hours	Code	Sub Code	Phase	Description of Operations
8/20/2009	11:30 - 12:30	1.00	C	11		RIH W/ RUN # 4 & PERFORATE 8671' TO 8790'
	12:30 - 13:30	1.00	C	11		RIH W/ RUN # 5 & PERFORATE 8505' TO 8666'
	13:30 - 14:30	1.00	C	11		RIH W/ RUN # 6 & PERFORATE 8404' TO 8496'
	14:30 - 15:30	1.00	C	11		RIH W/ RUN # 7 & PERFORATE 8311' TO 8402'. ALL SHOTS FOR STAGE 2 COMPLETE.
	15:30 - 18:00	2.50	C	04		R/D WIRELINE EQ., MU&RIH W/ 5-1/2" PKR, 2-7/8" X 3-1/2" X/O 60 JTS 3-1/2" STIMULATION STRING, EOT @ 1880'. SWIFD CSDFD CT
8/21/2009	06:00 - 10:00	4.00	C	04		CT & TGSM (RIH W/ 4-1/2" TBG) TSIP & CSIP @ 175 PSI. BWD. CONT MU & RIH W/ 196 JTS 3-1/2" STIMULATION SRTING.
	10:00 - 11:00	1.00	C	08		SET PKR @ 8104' F&T W/ 61 BBLs TEST CSG TO 1500# PSI. GOOD TEST. SWIFD
8/22/2009	11:00 - 13:00	2.00	C	18		PREPAIR LOCATION FOR ACID CREW IN A.M. CSDFD CT
	06:00 - 09:00	3.00	C	01		MOL W/ SCHLUMBERGER, R/U ACID EQ.,
	09:00 - 09:30	0.50	C	18		TGSM (HIGH PRESSURE LINES)
	09:30 - 10:00	0.50	C	21		AATTEMPT TO PRESSURE TEST, VALVE ON WELLHEAD LEAKING. TSIP @ 200 PSI BWD. REPLACE VALVE RETEST TO 9250# PSI. GOOD TEST.
	10:00 - 11:00	1.00	C	21		PUMP 119 BBL PAD TREAT W/ 30000 GAL 15% HCL IN 6 5000 GL STAGES, USING 30 BIO BALLS IN EACH STAGE, PUMPING 1500 GAL SPACERS ROCKSALT FOR DIVERSION. FLUSH 10 BBLs OVER BTM PERF. ISIP VAC. FG .44 AVE TREATING PRESSURE 5710, MAX TREATING PRESSURE, 8417. AVE INJECTION RATE 22 BPM MAX RATE @ 31.2
	11:00 - 12:30	1.50	C	01		RDMOL W/ ACID EQ., SPOT CATWALK & PIPE RACKS
	12:30 - 16:30	4.00	C	04		RELEASE PKR, POOH LAYING DOWN 3-1/2" STIMULATION STRING 256 TTL JTS., 3-1/2 X 2-7/8 X/O. L/D & RETIRE PKR.
	16:30 - 19:00	2.50	C	04		C/O TO 2-7/8" TBG EQ., MU & RIH W/ RET., HEAD, 60 JTS 2-7/8" 8RD EUE TBG EOT @ 1882'. SWIFD CSDFD CT
8/23/2009	06:00 - 10:00	4.00	C	04		CT & TGSM HOUSE CLEANING (KEEP WORK AREA PICKED UP) TSIP & CSIP @ 400# PSI, BWD, MU & RIH W/ 227 JTS 2-7/8" 8RD EUE TBG, TAG FILL @ 9055, R/U WASH SALT W/ 3 JTS, LATCH ON PLUG, RELEASE PLUG
	10:00 - 12:30	2.50	C	04		WORK PLUG THROUGH PERFS W/ 28 JTS BEG., PULLING FREE.
	12:30 - 17:30	5.00	C	04		POOH W/ 259 JTS 2-7/8" 8RD EUE TBG, RET., HEAD, RETIRE PLUG. SWIFD CSDFD CT
8/24/2009	06:00 - 06:30	0.50	C	18		CSDFWE
8/25/2009	06:30 - 07:00	0.50	C	18		START RIG & HOLD SAFETY MEETING.
	07:00 - 08:30	1.50	C	11		RU SLICKLINE UNIT & TAG TD @9947' (SLICK LINE MEASUREMENT). RD SLICK LINE UNIT.
	08:30 - 13:00	4.50	C			TIH W/ SOLID PLUG, 1 JT, PBGA, PUP JT, SEAT NIPPLE, 7 JTS 2-7/8"EUE TBG, TAC & 277 JTS 2-7/8"EUE TBG. SET TAC @ 8866' IN 25K TENSION. SN @ 9094'. EOT @ 9165'.
	13:00 - 13:30	0.50	C	15		ND BOP.
	13:30 - 14:00	0.50	C	10		NU WELL HEAD
	14:00 - 15:00	1.00	C	01		RD RIG & RACK OUT EQUIPMENT. MOVE OFF LOCATION
8/28/2009	07:00 - 09:00	2.00	C	01		HOLD SAFETY MEETING & RU RIG.
	09:00 - 14:00	5.00	C	04		TIH W/ 2-1/2" X 1-3/4" X 28' RHBC ROD PUMP & COROD. SPACE OUT W/ 2 2' X 1" PONY RODS & POLISH ROD.
	14:00 - 14:45	0.75	C	08		FILL TBG W/ 35 BBLs 2% KCL WTR. STROKE TEST PUMP TO 1000 PSI. OK
	14:45 - 15:30	0.75	C	18		HANG HORSE HEAD & ROD STRING.
	15:30 - 16:30	1.00	C	01		RD RIG & MOVE OFF LOCATION

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING

CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

6/1/2012

FROM: (Old Operator): N3065- El Paso E&P Company, L.P. 1001 Louisiana Street Houston, TX. 77002 Phone: 1 (713) 997-5038	TO: (New Operator): N3850- EP Energy E&P Company, L.P. 1001 Louisiana Street Houston, TX. 77002 Phone: 1 (713) 997-5038
--	---

WELL NAME	CA No.	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
See Attached List									

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 6/25/2012
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/25/2012
3. The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/27/2012
- 4a. Is the new operator registered in the State of Utah: Business Number: 2114377-0181
- 5a. (R649-9-2)Waste Management Plan has been received on: Yes
- 5b. Inspections of LA PA state/fee well sites complete on: N/A
- 5c. Reports current for Production/Disposition & Sundries on: 6/25/2012
6. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM N/A BIA Not Received
7. **Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
8. **Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
9. **Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: **Second Oper Chg**

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 6/29/2012
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 6/29/2012
3. Bond information entered in RBDMS on: 6/29/2012
4. Fee/State wells attached to bond in RBDMS on: 6/29/2012
5. Injection Projects to new operator in RBDMS on: 6/29/2012
6. Receipt of Acceptance of Drilling Procedures for APD/New on: N/A

BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: 103601420
2. Indian well(s) covered by Bond Number: 103601473
- 3a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 400JU0705
- 3b. The **FORMER** operator has requested a release of liability from their bond on: N/A

LEASE INTEREST OWNER NOTIFICATION:

4. (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 6/29/2012

COMMENTS:

Disposal and Injections wells will be moved when UIC 5 is received.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:
Multiple Leases

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

7. UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:
See Attached

2. NAME OF OPERATOR:
El Paso E&P Company, L.P. Attn: Maria Gomez

9. API NUMBER:

3. ADDRESS OF OPERATOR:
1001 Louisiana CITY Houston STATE TX ZIP 77002 PHONE NUMBER:
(713) 997-5038

10. FIELD AND POOL, OR WILDCAT:
See Attached

4. LOCATION OF WELL
FOOTAGES AT SURFACE: **See Attached**

COUNTY:

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE: **UTAH**

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

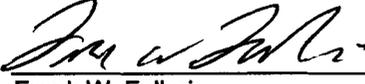
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Change of
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	Name/Operator

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Please be advised that El Paso E&P Company, L.P. (current Operator) has changed names to EP Energy E&P Company, L.P. (new Operator) effective June 1, 2012 and that EP Energy E&P Company, L.P. is considered the new operator of the attached well locations.

EP Energy E&P Company, L.P. is responsible under the terms and conditions of the lease(s) for the operations conducted upon leased lands. Bond coverage is provided by the State of Utah Statewide Blanket Bond No. 400JU0705, Bureau of Land Management Nationwide Bond No. 103601420, and Bureau of Indian Affairs Nationwide Bond No. 103601473.


Frank W. Falleri
Vice President
El Paso E&P Company, L.P.


Frank W. Falleri
Sr. Vice President
EP Energy E&P Company, L.P.

NAME (PLEASE PRINT) Maria S. Gomez

TITLE Principal Regulatory Analyst

SIGNATURE Maria S. Gomez

DATE 6/22/2012

(This space for State use only)

RECEIVED

JUN 25 2012

DIV. OF OIL, GAS & MINING

APPROVED 6/29/2012

Rachel Medina

(See Instructions on Reverse Side)

Division of Oil, Gas and Mining

Earlene Russell, Engineering Technician

Rachel Medina

Well Name	Sec	TWP	RNG	API Number	Entity	Lease Type	Well Type	Well Status	Conf
DWR 3-17C6	17	030S	060W	4301350070		14204621118	OW	APD	C
LAKEWOOD ESTATES 3-33C6	33	030S	060W	4301350127		1420H621328	OW	APD	C
YOUNG 3-15A3	15	010S	030W	4301350122		FEE	OW	APD	C
WHITING 4-1A2	01	010S	020W	4301350424		Fee	OW	APD	C
EL PASO 4-34A4	34	010S	040W	4301350720		Fee	OW	APD	C
YOUNG 2-2B1	02	020S	010W	4304751180		FEE	OW	APD	C
LAKE FORK RANCH 3-10B4	10	020S	040W	4301350712	18221	Fee	OW	DRL	C
LAKE FORK RANCH 4-26B4	26	020S	040W	4301350714	18432	Fee	OW	DRL	C
LAKE FORK RANCH 4-24B4	24	020S	040W	4301350717	18315	Fee	OW	DRL	C
Cook 4-14B3	14	020S	030W	4301351162	18449	Fee	OW	DRL	C
Peterson 4-22C6	22	030S	060W	4301351163	18518	Fee	OW	DRL	C
Lake Fork Ranch 4-14B4	14	020S	040W	4301351240	99999	Fee	OW	DRL	C
Melesco 4-20C6	20	030S	060W	4301351241	99999	Fee	OW	DRL	C
Peck 3-13B5	13	020S	050W	4301351364	99999	Fee	OW	DRL	C
Jensen 2-9C4	09	030S	040W	4301351375	99999	Fee	OW	DRL	C
El Paso 3-5C4	05	030S	040W	4301351376	18563	Fee	OW	DRL	C
ULT 6-31	31	030S	020E	4304740033		FEE	OW	LA	
OBERRHANSLY 2-2A1	02	010S	010W	4304740164		FEE	OW	LA	
DWR 3-15C6	15	030S	060W	4301351433		14-20-H62-4724	OW	NEW	C
Lake Fork Ranch 5-23B4	23	020S	040W	4301350739		Fee	OW	NEW	
Duchesne Land 4-10C5	10	030S	050W	4301351262		Fee	OW	NEW	C
Cabinland 4-9B3	09	020S	030W	4301351374		Fee	OW	NEW	C
Layton 4-2B3	02	020S	030W	4301351389		Fee	OW	NEW	C
Golinski 4-24B5	24	020S	050W	4301351404		Fee	OW	NEW	C
Alba 1-21C4	21	030S	040W	4301351460		Fee	OW	NEW	C
Allison 4-19C5	19	030S	050W	4301351466		Fee	OW	NEW	C
Seeley 4-3B3	03	020S	030W	4301351486		Fee	OW	NEW	C
Allen 4-25B5	25	020S	050W	4301351487		Fee	OW	NEW	C
Hewett 2-6C4	06	030S	040W	4301351489		Fee	OW	NEW	C
Young 2-7C4	07	030S	040W	4301351500		Fee	OW	NEW	C
Brighton 3-31A1E	31	010S	010E	4304752471		Fee	OW	NEW	C
Hamaker 3-25A1	25	010S	010W	4304752491		Fee	OW	NEW	C
Bolton 3-29A1E	29	010S	010E	4304752871		Fee	OW	NEW	C
HORROCKS 5-20A1	20	010S	010W	4301334280	17378	FEE	OW	OPS	C
DWR 3-19C6	19	030S	060W	4301334263	17440	14-20-462-1120	OW	P	
DWR 3-22C6	22	030S	060W	4301334106	17298	14-20-462-1131	OW	P	
DWR 3-28C6	28	030S	060W	4301334264	17360	14-20-462-1323	OW	P	
UTE 1-7A2	07	010S	020W	4301330025	5850	14-20-462-811	OW	P	
UTE 2-17C6	17	030S	060W	4301331033	10115	14-20-H62-1118	OW	P	
WLR TRIBAL 2-19C6	19	030S	060W	4301331035	10250	14-20-H62-1120	OW	P	
CEDAR RIM 10-A-15C6	15	030S	060W	4301330615	6420	14-20-H62-1128	OW	P	
CEDAR RIM 12A	28	030S	060W	4301331173	10672	14-20-H62-1323	OW	P	
UTE-FEE 2-33C6	33	030S	060W	4301331123	10365	14-20-H62-1328	OW	P	
TAYLOR 3-34C6	34	030S	060W	4301350200	17572	1420H621329	OW	P	
BAKER UTE 2-34C6	34	030S	060W	4301332634	14590	14-20-H62-1329	OW	P	
UTE 3-35Z2 K	35	010N	020W	4301331133	10483	14-20-H62-1614	OW	P	
UTE 1-32Z2	32	010N	020W	4301330379	1915	14-20-H62-1702	OW	P	
UTE TRIBAL 1-33Z2	33	010N	020W	4301330334	1851	14-20-H62-1703	OW	P	
UTE 2-33Z2	33	010N	020W	4301331111	10451	14-20-H62-1703	OW	P	
UTE TRIBAL 2-34Z2	34	010N	020W	4301331167	10668	14-20-H62-1704	OW	P	
LAKE FORK RANCH 3-13B4	13	020S	040W	4301334262	17439	14-20-H62-1743	OW	P	
UTE 1-28B4	28	020S	040W	4301330242	1796	14-20-H62-1745	OW	P	
UTE 1-34A4	34	010S	040W	4301330076	1585	14-20-H62-1774	OW	P	
UTE 1-36A4	36	010S	040W	4301330069	1580	14-20-H62-1793	OW	P	
UTE 1-1B4	01	020S	040W	4301330129	1700	14-20-H62-1798	OW	P	
UTE 1-31A2	31	010S	020W	4301330401	1925	14-20-H62-1801	OW	P	

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UTE 1-25A3	25	010S	030W	4301330370	1920	14-20-H62-1802	OW	P	
UTE 2-25A3	25	010S	030W	4301331343	11361	14-20-H62-1802	OW	P	
UTE 1-26A3	26	010S	030W	4301330348	1890	14-20-H62-1803	OW	P	
UTE 2-26A3	26	010S	030W	4301331340	11349	14-20-H62-1803	OW	P	
UTE TRIBAL 4-35A3	35	010S	030W	4301350274	18009	1420H621804	OW	P	C
UTE 2-35A3	35	010S	030W	4301331292	11222	14-20-H62-1804	OW	P	
UTE 3-35A3	35	010S	030W	4301331365	11454	14-20-H62-1804	OW	P	
UTE 1-6B2	06	020S	020W	4301330349	1895	14-20-H62-1807	OW	P	
UTE 2-6B2	06	020S	020W	4301331140	11190	14-20-H62-1807	OW	P	
UTE TRIBAL 3-6B2	06	020S	020W	4301350273	18008	14-20-H62-1807	OW	P	C
POWELL 4-19A1	19	010S	010W	4301330071	8302	14-20-H62-1847	OW	P	
COLTHARP 1-27Z1	27	010N	010W	4301330151	4700	14-20-H62-1933	OW	P	
UTE 1-8A1E	08	010S	010E	4304730173	1846	14-20-H62-2147	OW	P	
UTE TRIBE 1-31	31	010N	020W	4301330278	4755	14-20-H62-2421	OW	P	
UTE 1-28B6X	28	020S	060W	4301330510	11165	14-20-H62-2492	OW	P	
RINKER 2-21B5	21	020S	050W	4301334166	17299	14-20-H62-2508	OW	P	
MURDOCK 2-34B5	34	020S	050W	4301331132	10456	14-20-H62-2511	OW	P	
UTE 1-35B6	35	020S	060W	4301330507	2335	14-20-H62-2531	OW	P	
UTE TRIBAL 1-17A1E	17	010S	010E	4304730829	860	14-20-H62-2658	OW	P	
UTE 2-17A1E	17	010S	010E	4304737831	16709	14-20-H62-2658	OW	P	
UTE TRIBAL 1-27A1E	27	010S	010E	4304730421	800	14-20-H62-2662	OW	P	
UTE TRIBAL 1-35A1E	35	010S	010E	4304730286	795	14-20-H62-2665	OW	P	
UTE TRIBAL 1-15A1E	15	010S	010E	4304730820	850	14-20-H62-2717	OW	P	
UTE TRIBAL P-3B1E	03	020S	010E	4304730190	4536	14-20-H62-2873	OW	P	
UTE TRIBAL 1-22A1E	22	010S	010E	4304730429	810	14-20-H62-3103	OW	P	
B H UTE 1-35C6	35	030S	060W	4301330419	10705	14-20-H62-3436	OW	P	
BH UTE 2-35C6	35	030S	060W	4301332790	15802	14-20-H62-3436	OW	P	
MCFARLANE 1-4D6	04	040S	060W	4301331074	10325	14-20-H62-3452	OW	P	
UTE TRIBAL 1-11D6	11	040S	060W	4301330482	6415	14-20-H62-3454	OW	P	
CARSON 2-36A1	36	010S	010W	4304731407	737	14-20-H62-3806	OW	P	
UTE 2-14C6	14	030S	060W	4301330775	9133	14-20-H62-3809	OW	P	
DWR 3-14C6	14	030S	060W	4301334003	17092	14-20-H62-3809	OW	P	
THE PERFECT "10" 1-10A1	10	010S	010W	4301330935	9461	14-20-H62-3855	OW	P	
BADGER-SAM H U MONGUS 1-15A1	15	010S	010W	4301330949	9462	14-20-H62-3860	OW	P	
MAXIMILLIAN-UTE 14-1	14	010S	030W	4301330726	8437	14-20-H62-3868	OW	P	
FRED BASSETT 1-22A1	22	010S	010W	4301330781	9460	14-20-H62-3880	OW	P	
UTE TRIBAL 1-30Z1	30	010N	010W	4301330813	9405	14-20-H62-3910	OW	P	
UTE LB 1-13A3	13	010S	030W	4301330894	9402	14-20-H62-3980	OW	P	
UTE 2-22B6	22	020S	060W	4301331444	11641	14-20-H62-4614	OW	P	
UINTA OURAY 1-1A3	01	010S	030W	4301330132	5540	14-20-H62-4664	OW	P	
UTE 1-6D6	06	040S	060W	4301331696	12058	14-20-H62-4752	OW	P	
UTE 2-11D6	11	040S	060W	4301350179	17667	1420H624801	OW	P	
UTE 1-15D6	15	040S	060W	4301330429	10958	14-20-H62-4824	OW	P	
UTE 2-15D6	15	040S	060W	4301334026	17193	14-20-H62-4824	OW	P	
HILL 3-24C6	24	030S	060W	4301350293	18020	1420H624866	OW	P	C
BARCLAY UTE 2-24C6R	24	030S	060W	4301333730	16385	14-20-H62-4866	OW	P	
BROTHERSON 1-2B4	02	020S	040W	4301330062	1570	FEE	OW	P	
BOREN 1-24A2	24	010S	020W	4301330084	5740	FEE	OW	P	
FARNSWORTH 1-13B5	13	020S	050W	4301330092	1610	FEE	OW	P	
BROADHEAD 1-21B6	21	020S	060W	4301330100	1595	FEE	OW	P	
ASAY E J 1-20A1	20	010S	010W	4301330102	8304	FEE	OW	P	
HANSON TRUST 1-5B3	05	020S	030W	4301330109	1635	FEE	OW	P	
ELLSWORTH 1-8B4	08	020S	040W	4301330112	1655	FEE	OW	P	
ELLSWORTH 1-9B4	09	020S	040W	4301330118	1660	FEE	OW	P	
ELLSWORTH 1-17B4	17	020S	040W	4301330126	1695	FEE	OW	P	
CHANDLER 1-5B4	05	020S	040W	4301330140	1685	FEE	OW	P	
HANSON 1-32A3	32	010S	030W	4301330141	1640	FEE	OW	P	
JESSEN 1-17A4	17	010S	040W	4301330173	4725	FEE	OW	P	

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JENKINS 1-1B3	01	020S	030W	4301330175	1790	FEE	OW	P
GOODRICH 1-2B3	02	020S	030W	4301330182	1765	FEE	OW	P
ELLSWORTH 1-19B4	19	020S	040W	4301330183	1760	FEE	OW	P
DOYLE 1-10B3	10	020S	030W	4301330187	1810	FEE	OW	P
JOS. SMITH 1-17C5	17	030S	050W	4301330188	5510	FEE	OW	P
RUDY 1-11B3	11	020S	030W	4301330204	1820	FEE	OW	P
CROOK 1-6B4	06	020S	040W	4301330213	1825	FEE	OW	P
HUNT 1-21B4	21	020S	040W	4301330214	1840	FEE	OW	P
LAWRENCE 1-30B4	30	020S	040W	4301330220	1845	FEE	OW	P
YOUNG 1-29B4	29	020S	040W	4301330246	1791	FEE	OW	P
GRIFFITHS 1-33B4	33	020S	040W	4301330288	4760	FEE	OW	P
POTTER 1-2B5	02	020S	050W	4301330293	1826	FEE	OW	P
BROTHERSON 1-26B4	26	020S	040W	4301330336	1856	FEE	OW	P
SADIE BLANK 1-33Z1	33	010N	010W	4301330355	765	FEE	OW	P
POTTER 1-24B5	24	020S	050W	4301330356	1730	FEE	OW	P
WHITEHEAD 1-22A3	22	010S	030W	4301330357	1885	FEE	OW	P
CHASEL MILLER 2-1A2	01	010S	020W	4301330360	5830	FEE	OW	P
ELDER 1-13B2	13	020S	020W	4301330366	1905	FEE	OW	P
BROTHERSON 2-10B4	10	020S	040W	4301330443	1615	FEE	OW	P
FARNSWORTH 2-7B4	07	020S	040W	4301330470	1935	FEE	OW	P
TEW 1-15A3	15	010S	030W	4301330529	1945	FEE	OW	P
UTE FEE 2-20C5	20	030S	050W	4301330550	4527	FEE	OW	P
HOUSTON 1-34Z1	34	010N	010W	4301330566	885	FEE	OW	P
GALLOWAY 1-18B1	18	020S	010W	4301330575	2365	FEE	OW	P
SMITH 1-31B5	31	020S	050W	4301330577	1955	FEE	OW	P
LEBEAU 1-34A1	34	010S	010W	4301330590	1440	FEE	OW	P
LINMAR 1-19B2	19	020S	020W	4301330600	9350	FEE	OW	P
WISSE 1-28Z1	28	010N	010W	4301330609	905	FEE	OW	P
POWELL 1-21B1	21	020S	010W	4301330621	910	FEE	OW	P
HANSEN 1-24B3	24	020S	030W	4301330629	2390	FEE	OW	P
OMAN 2-4B4	04	020S	040W	4301330645	9125	FEE	OW	P
DYE 1-25Z2	25	010N	020W	4301330659	9111	FEE	OW	P
H MARTIN 1-21Z1	21	010N	010W	4301330707	925	FEE	OW	P
JENSEN 1-29Z1	29	010N	010W	4301330725	9110	FEE	OW	P
CHASEL 2-17A1 V	17	010S	010W	4301330732	9112	FEE	OW	P
BIRCHELL 1-27A1	27	010S	010W	4301330758	940	FEE	OW	P
CHRISTENSEN 2-8B3	08	020S	030W	4301330780	9355	FEE	OW	P
LAMICQ 2-5B2	05	020S	020W	4301330784	2302	FEE	OW	P
BROTHERSON 2-14B4	14	020S	040W	4301330815	10450	FEE	OW	P
MURRAY 3-2A2	02	010S	020W	4301330816	9620	FEE	OW	P
HORROCKS 2-20A1 V	20	010S	010W	4301330833	8301	FEE	OW	P
BROTHERSON 2-2B4	02	020S	040W	4301330855	8420	FEE	OW	P
ELLSWORTH 2-8B4	08	020S	040W	4301330898	2418	FEE	OW	P
OMAN 2-32A4	32	010S	040W	4301330904	10045	FEE	OW	P
BELCHER 2-33B4	33	020S	040W	4301330907	9865	FEE	OW	P
BROTHERSON 2-35B5	35	020S	050W	4301330908	9404	FEE	OW	P
HORROCKS 2-4A1 T	04	010S	010W	4301330954	9855	FEE	OW	P
JENSEN 2-29A5	29	010S	050W	4301330974	10040	FEE	OW	P
UTE 2-34A4	34	010S	040W	4301330978	10070	FEE	OW	P
CHANDLER 2-5B4	05	020S	040W	4301331000	10075	FEE	OW	P
BABCOCK 2-12B4	12	020S	040W	4301331005	10215	FEE	OW	P
BADGER MR BOOM BOOM 2-29A1	29	010S	010W	4301331013	9463	FEE	OW	P
BLEAZARD 2-18B4	18	020S	040W	4301331025	1566	FEE	OW	P
BROADHEAD 2-32B5	32	020S	050W	4301331036	10216	FEE	OW	P
ELLSWORTH 2-16B4	16	020S	040W	4301331046	10217	FEE	OW	P
RUST 3-4B3	04	020S	030W	4301331070	1576	FEE	OW	P
HANSON TRUST 2-32A3	32	010S	030W	4301331072	1641	FEE	OW	P
BROTHERSON 2-11B4	11	020S	040W	4301331078	1541	FEE	OW	P

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HANSON TRUST 2-5B3	05	020S	030W	4301331079	1636	FEE	OW	P
BROTHERSON 2-15B4	15	020S	040W	4301331103	1771	FEE	OW	P
MONSEN 2-27A3	27	010S	030W	4301331104	1746	FEE	OW	P
ELLSWORTH 2-19B4	19	020S	040W	4301331105	1761	FEE	OW	P
HUNT 2-21B4	21	020S	040W	4301331114	1839	FEE	OW	P
JENKINS 2-1B3	01	020S	030W	4301331117	1792	FEE	OW	P
POTTER 2-24B5	24	020S	050W	4301331118	1731	FEE	OW	P
POWELL 2-13A2 K	13	010S	020W	4301331120	8306	FEE	OW	P
JENKINS 2-12B3	12	020S	030W	4301331121	10459	FEE	OW	P
MURDOCK 2-26B5	26	020S	050W	4301331124	1531	FEE	OW	P
BIRCH 3-27B5	27	020S	050W	4301331126	1783	FEE	OW	P
ROBB 2-29B5	29	020S	050W	4301331130	10454	FEE	OW	P
LAKE FORK 2-13B4	13	020S	040W	4301331134	10452	FEE	OW	P
DUNCAN 3-1A2 K	01	010S	020W	4301331135	10484	FEE	OW	P
HANSON 2-9B3	09	020S	030W	4301331136	10455	FEE	OW	P
ELLSWORTH 2-9B4	09	020S	040W	4301331138	10460	FEE	OW	P
UTE 2-31A2	31	010S	020W	4301331139	10458	FEE	OW	P
POWELL 2-19A1 K	19	010S	010W	4301331149	8303	FEE	OW	P
CEDAR RIM 8-A	22	030S	060W	4301331171	10666	FEE	OW	P
POTTER 2-6B4	06	020S	040W	4301331249	11038	FEE	OW	P
MILES 2-1B5	01	020S	050W	4301331257	11062	FEE	OW	P
MILES 2-3B3	03	020S	030W	4301331261	11102	FEE	OW	P
MONSEN 2-22A3	22	010S	030W	4301331265	11098	FEE	OW	P
WRIGHT 2-13B5	13	020S	050W	4301331267	11115	FEE	OW	P
TODD 2-21A3	21	010S	030W	4301331296	11268	FEE	OW	P
WEIKART 2-29B4	29	020S	040W	4301331298	11332	FEE	OW	P
YOUNG 2-15A3	15	010S	030W	4301331301	11344	FEE	OW	P
CHRISTENSEN 2-29A4	29	010S	040W	4301331303	11235	FEE	OW	P
BLEAZARD 2-28B4	28	020S	040W	4301331304	11433	FEE	OW	P
REARY 2-17A3	17	010S	030W	4301331318	11251	FEE	OW	P
LAZY K 2-11B3	11	020S	030W	4301331352	11362	FEE	OW	P
LAZY K 2-14B3	14	020S	030W	4301331354	11452	FEE	OW	P
MATTHEWS 2-13B2	13	020S	020W	4301331357	11374	FEE	OW	P
LAKE FORK 3-15B4	15	020S	040W	4301331358	11378	FEE	OW	P
STEVENSON 3-29A3	29	010S	030W	4301331376	11442	FEE	OW	P
MEEKS 3-8B3	08	020S	030W	4301331377	11489	FEE	OW	P
ELLSWORTH 3-20B4	20	020S	040W	4301331389	11488	FEE	OW	P
DUNCAN 5-13A2	13	010S	020W	4301331516	11776	FEE	OW	P
OWL 3-17C5	17	030S	050W	4301332112	12476	FEE	OW	P
BROTHERSON 2-24 B4	24	020S	040W	4301332695	14652	FEE	OW	P
BODRERO 2-15B3	15	020S	030W	4301332755	14750	FEE	OW	P
BROTHERSON 2-25B4	25	020S	040W	4301332791	15044	FEE	OW	P
CABINLAND 2-16B3	16	020S	030W	4301332914	15236	FEE	OW	P
KATHERINE 3-29B4	29	020S	040W	4301332923	15331	FEE	OW	P
SHRINERS 2-10C5	10	030S	050W	4301333008	15908	FEE	OW	P
BROTHERSON 2-26B4	26	020S	040W	4301333139	17047	FEE	OW	P
MORTENSEN 4-32A2	32	010S	020W	4301333211	15720	FEE	OW	P
FERRARINI 3-27B4	27	020S	040W	4301333265	15883	FEE	OW	P
RHOADES 2-25B5	25	020S	050W	4301333467	16046	FEE	OW	P
CASE 2-31B4	31	020S	040W	4301333548	16225	FEE	OW	P
ANDERSON-ROWLEY 2-24B3	24	020S	030W	4301333616	16284	FEE	OW	P
SPROUSE BOWDEN 2-18B1	18	020S	010W	4301333808	16677	FEE	OW	P
BROTHERSON 3-11B4	11	020S	040W	4301333904	16891	FEE	OW	P
KOFFORD 2-36B5	36	020S	050W	4301333988	17048	FEE	OW	P
ALLEN 3-7B4	07	020S	040W	4301334027	17166	FEE	OW	P
BOURNAKIS 3-18B4	18	020S	040W	4301334091	17264	FEE	OW	P
MILES 3-12B5	12	020S	050W	4301334110	17316	FEE	OW	P
OWL and HAWK 2-31B5	31	020S	050W	4301334123	17388	FEE	OW	P

El Paso E5 Company, L.P. (N3065) to EP Energy E5 Company, L.P. (N3850) effective 6/1/2012

OWL and HAWK 4-17C5	17	030S	050W	4301334193	17387	FEE	OW	P	
DWR 3-32B5	32	020S	050W	4301334207	17371	FEE	OW	P	
LAKE FORK RANCH 3-22B4	22	020S	040W	4301334261	17409	FEE	OW	P	
HANSON 3-9B3	09	020S	030W	4301350065	17570	FEE	OW	P	
DYE 2-28A1	28	010S	010W	4301350066	17531	FEE	OW	P	
MEEKS 3-32A4	32	010S	040W	4301350069	17605	FEE	OW	P	
HANSON 4-8B3	08	020S	030W	4301350088	17571	FEE	OW	P	C
LAKE FORK RANCH 3-14B4	14	020S	040W	4301350097	17484	FEE	OW	P	
ALLEN 3-9B4	09	020S	040W	4301350123	17656	FEE	OW	P	
HORROCKS 4-20A1	20	010S	010W	4301350155	17916	FEE	OW	P	
HURLEY 2-33A1	33	010S	010W	4301350166	17573	FEE	OW	P	
HUTCHINS/CHIODO 3-20C5	20	030S	050W	4301350190	17541	FEE	OW	P	
ALLEN 3-8B4	08	020S	040W	4301350192	17622	FEE	OW	P	
OWL and HAWK 3-10C5	10	030S	050W	4301350193	17532	FEE	OW	P	
OWL and HAWK 3-19C5	19	030S	050W	4301350201	17508	FEE	OW	P	
EL PASO 4-29B5	29	020S	050W	4301350208	17934	FEE	OW	P	C
DONIHUE 3-20C6	20	030S	060W	4301350270	17762	FEE	OW	P	
HANSON 3-5B3	05	020S	030W	4301350275	17725	FEE	OW	P	C
SPRATT 3-26B5	26	020S	050W	4301350302	17668	FEE	OW	P	
REBEL 3-35B5	35	020S	050W	4301350388	17911	FEE	OW	P	C
FREEMAN 4-16B4	16	020S	040W	4301350438	17935	Fee	OW	P	C
WILSON 3-36B5	36	020S	050W	4301350439	17936	Fee	OW	P	C
EL PASO 3-21B4	21	020S	040W	4301350474	18123	Fee	OW	P	C
IORG 4-12B3	12	020S	030W	4301350487	17981	Fee	OW	P	C
CONOVER 3-3B3	03	020S	030W	4301350526	18122	Fee	OW	P	C
ROWLEY 3-16B4	16	020S	040W	4301350569	18151	Fee	OW	P	C
POTTS 3-14B3	14	020S	030W	4301350570	18366	Fee	OW	P	C
POTTER 4-27B5	27	020S	050W	4301350571	99999	Fee	OW	P	C
EL PASO 4-21B4	21	020S	040W	4301350572	18152	Fee	OW	P	C
LAKE FORK RANCH 3-26B4	26	020S	040W	4301350707	18270	Fee	OW	P	C
LAKE FORK RANCH 3-25B4	25	020S	040W	4301350711	18220	Fee	OW	P	C
LAKE FORK RANCH 4-23B4	23	020S	040W	4301350713	18271	Fee	OW	P	C
LAKE FORK RANCH 4-15B4	15	020S	040W	4301350715	18314	Fee	OW	P	C
LAKE FORK RANCH 3-24B4	24	020S	040W	4301350716	18269	Fee	OW	P	C
GOLINSKI 1-8C4	08	030S	040W	4301350986	18301	Fee	OW	P	C
J ROBERTSON 1-1B1	01	020S	010W	4304730174	5370	FEE	OW	P	
TIMOTHY 1-8B1E	08	020S	010E	4304730215	1910	FEE	OW	P	
MAGDALENE PAPADOPULOS 1-34A1E	34	010S	010E	4304730241	785	FEE	OW	P	
NELSON 1-31A1E	31	010S	010E	4304730671	830	FEE	OW	P	
ROSEMARY LLOYD 1-24A1E	24	010S	010E	4304730707	840	FEE	OW	P	
H D LANDY 1-30A1E	30	010S	010E	4304730790	845	FEE	OW	P	
WALKER 1-14A1E	14	010S	010E	4304730805	855	FEE	OW	P	
BOLTON 2-29A1E	29	010S	010E	4304731112	900	FEE	OW	P	
PRESCOTT 1-35Z1	35	010N	010W	4304731173	1425	FEE	OW	P	
BISEL GURR 11-1	11	010S	010W	4304731213	8438	FEE	OW	P	
UTE TRIBAL 2-22A1E	22	010S	010E	4304731265	915	FEE	OW	P	
L. BOLTON 1-12A1	12	010S	010W	4304731295	920	FEE	OW	P	
FOWLES 1-26A1	26	010S	010W	4304731296	930	FEE	OW	P	
BRADLEY 23-1	23	010S	010W	4304731297	8435	FEE	OW	P	
BASTIAN 1-2A1	02	010S	010W	4304731373	736	FEE	OW	P	
D R LONG 2-19A1E	19	010S	010E	4304731470	9505	FEE	OW	P	
D MOON 1-23Z1	23	010N	010W	4304731479	10310	FEE	OW	P	
O MOON 2-26Z1	26	010N	010W	4304731480	10135	FEE	OW	P	
LILA D 2-25A1	25	010S	010W	4304731797	10790	FEE	OW	P	
LANDY 2-30A1E	30	010S	010E	4304731895	11127	FEE	OW	P	
WINN P2-3B1E	03	020S	010E	4304732321	11428	FEE	OW	P	
BISEL-GURR 2-11A1	11	010S	010W	4304735410	14428	FEE	OW	P	
FLYING J FEE 2-12A1	12	010S	010W	4304739467	16686	FEE	OW	P	

El Paso E6 Company, L.P. (N3065) to EP Energy E6 Company, L.P. (N3850) effective 6/1/2012

HARVEST FELLOWSHIP CHURCH 2-14B1	14	020S	010W	4304739591	16546	FEE	OW	P
OBERHANSLY 3-11A1	11	010S	010W	4304739679	17937	FEE	OW	P
DUNCAN 2-34A1	34	010S	010W	4304739944	17043	FEE	OW	P
BISEL GURR 4-11A1	11	010S	010W	4304739961	16791	FEE	OW	P
KILLIAN 3-12A1	12	010S	010W	4304740226	17761	ML 39760	OW	P
WAINOCO ST 1-14B1	14	020S	010W	4304730818	1420	ML-24306-A	OW	P
UTAH ST UTE 1-35A1	35	010S	010W	4304730182	5520	ML-25432	OW	P
STATE 1-19A4	19	010S	040W	4301330322	9118	ML-27912	OW	P
FEDERAL 2-28E19E	28	050S	190E	4304732849	12117	UTU-0143512	OW	P
FEDERAL 1-28E19E	28	050S	190E	4304730175	5680	UTU143512	OW	P
BLANCHARD 1-3A2	03	010S	020W	4301320316	5877	FEE	OW	PA
W H BLANCHARD 2-3A2	03	010S	020W	4301330008	5775	FEE	OW	PA
YACK U 1-7A1	07	010S	010W	4301330018	5795	FEE	OW	PA
JAMES POWELL 3	13	010S	020W	4301330024	8305	FEE	WD	PA
BASTIAN 1 (3-7D)	07	010S	010W	4301330026	5800	FEE	OW	PA
LAMICQ-URRUTY 1-8A2	08	010S	020W	4301330036	5975	FEE	OW	PA
BLEAZARD 1-18B4	18	020S	040W	4301330059	11262	FEE	OW	PA
OLSEN 1-27A4	27	010S	040W	4301330064	1565	FEE	OW	PA
EVANS 1-31A4	31	010S	040W	4301330067	5330	FEE	OW	PA
HAMBLIN 1-26A2	26	010S	020W	4301330083	2305	FEE	OW	PA
HARTMAN 1-31A3	31	010S	030W	4301330093	10700	FEE	OW	PA
FARNSWORTH 1-7B4	07	020S	040W	4301330097	5725	FEE	OW	PA
POWELL 1-33A3	33	010S	030W	4301330105	4526	FEE	OW	PA
LOTRIDGE GATES 1-3B3	03	020S	030W	4301330117	1625	FEE	OW	PA
REMINGTON 1-34A3	34	010S	030W	4301330139	1670	FEE	OW	PA
ANDERSON 1-28A2	28	010S	020W	4301330150	5895	FEE	OW	PA
RHOADES MOON 1-35B5	35	020S	050W	4301330155	5270	FEE	OW	PA
JOHN 1-3B2	03	020S	020W	4301330160	5765	FEE	OW	PA
SMITH 1-6C5	06	030S	050W	4301330163	5385	FEE	OW	PA
HORROCKS FEE 1-3A1	03	010S	010W	4301330171	5505	FEE	OW	PA
WARREN 1-32A4	32	010S	040W	4301330174	9139	FEE	OW	PA
JENSEN FENZEL 1-20C5	20	030S	050W	4301330177	4730	FEE	OW	PA
MYRIN RANCH 1-13B4	13	020S	040W	4301330180	4524	FEE	OW	PA
BROTHERSON 1-27B4	27	020S	040W	4301330185	1775	FEE	OW	PA
JENSEN 1-31A5	31	010S	050W	4301330186	4735	FEE	OW	PA
ROBERTSON 1-29A2	29	010S	020W	4301330189	4740	FEE	OW	PA
WINKLER 1-28A3	28	010S	030W	4301330191	5465	FEE	OW	PA
CHENEY 1-33A2	33	010S	020W	4301330202	1750	FEE	OW	PA
J LAMICQ STATE 1-6B1	06	020S	010W	4301330210	5730	FEE	OW	PA
REESE ESTATE 1-10B2	10	020S	020W	4301330215	5700	FEE	OW	PA
REEDER 1-17B5	17	020S	050W	4301330218	5460	FEE	OW	PA
ROBERTSON UTE 1-2B2	02	020S	020W	4301330225	1710	FEE	OW	PA
HATCH 1-5B1	05	020S	010W	4301330226	5470	FEE	OW	PA
BROTHERSON 1-22B4	22	020S	040W	4301330227	5935	FEE	OW	PA
ALLRED 1-16A3	16	010S	030W	4301330232	1780	FEE	OW	PA
BIRCH 1-35A5	35	010S	050W	4301330233	9116	FEE	OW	PA
MARQUERITE UTE 1-8B2	08	020S	020W	4301330235	9122	FEE	OW	PA
BUZZI 1-11B2	11	020S	020W	4301330248	6335	FEE	OW	PA
SHISLER 1-3B1	03	020S	010W	4301330249	5960	FEE	OW	PA
TEW 1-1B5	01	020S	050W	4301330264	5580	FEE	OW	PA
EVANS UTE 1-19B3	19	020S	030W	4301330265	1870	FEE	OW	PA
SHELL 2-27A4	27	010S	040W	4301330266	1776	FEE	WD	PA
DYE 1-29A1	29	010S	010W	4301330271	99990	FEE	OW	PA
VODA UTE 1-4C5	04	030S	050W	4301330283	4530	FEE	OW	PA
BROTHERSON 1-28A4	28	010S	040W	4301330292	9114	FEE	OW	PA
MEAGHER 1-4B2	04	020S	020W	4301330313	8402	FEE	OW	PA
NORLING 1-9B1	09	020S	010W	4301330315	1811	FEE	OW	PA
S. BROADHEAD 1-9C5	09	030S	050W	4301330316	5940	FEE	OW	PA

El Paso E7 Company, L.P. (N3065) to EP Energy E7 Company, L.P. (N3850) effective 6/1/2012

TIMOTHY 1-09A3	09	010S	030W	4301330321	10883	FEE	OW	PA
BARRETT 1-34A5	34	010S	050W	4301330323	9115	FEE	OW	PA
MEAGHER TRIBAL 1-9B2	09	020S	020W	4301330325	9121	FEE	OW	PA
PHILLIPS UTE 1-3C5	03	030S	050W	4301330333	1816	FEE	OW	PA
ELLSWORTH 1-20B4	20	020S	040W	4301330351	6375	FEE	OW	PA
LAWSON 1-28A1	28	010S	010W	4301330358	5915	FEE	OW	PA
AMES 1-23A4	23	010S	040W	4301330375	1901	FEE	OW	PA
HORROCKS 1-6A1	06	010S	010W	4301330390	5675	FEE	OW	PA
SHRINE HOSPITAL 1-10C5	10	030S	050W	4301330393	5565	FEE	OW	PA
GOODRICH 1-18B2	18	020S	020W	4301330397	5485	FEE	OW	PA
SWD POWELL 3	13	010S	020W	4301330478	10708	FEE	WD	PA
BODRERO 1-15B3	15	020S	030W	4301330565	4534	FEE	OW	PA
MOON TRIBAL 1-30C4	30	030S	040W	4301330576	2360	FEE	OW	PA
DUNCAN 2-9B5	09	020S	050W	4301330719	5440	FEE	OW	PA
FISHER 1-16A4	16	010S	040W	4301330737	2410	FEE	OW	PA
URRUTY 2-34A2	34	010S	020W	4301330753	9117	FEE	OW	PA
GOODRICH 1-24A4	24	010S	040W	4301330760	2415	FEE	OW	PA
CARL SMITH 2-25A4	25	010S	040W	4301330776	9136	FEE	OW	PA
ANDERSON 1-A30B1	30	020S	010W	4301330783	9137	FEE	OW	PA
CADILLAC 3-6A1	06	010S	010W	4301330834	6316	FEE	OW	PA
MCELPRANG 2-31A1	31	010S	010W	4301330836	8439	FEE	OW	PA
REESE ESTATE 2-10B2	10	020S	020W	4301330837	2417	FEE	OW	PA
CLARK 2-9A3	09	010S	030W	4301330876	2416	FEE	OW	PA
JENKINS 3-16A3	16	010S	030W	4301330877	9790	FEE	OW	PA
CHRISTENSEN 2-26A5	26	010S	050W	4301330905	10710	FEE	OW	PA
FORD 2-36A5	36	010S	050W	4301330911	9630	FEE	OW	PA
MORTENSEN 2-32A2	32	010S	020W	4301330929	9486	FEE	OW	PA
WILKERSON 1-20Z1	20	010N	010W	4301330942	5452	FEE	OW	PA
UTE TRIBAL 2-4A3 S	04	010S	030W	4301330950	10230	FEE	OW	PA
OBERHANSLY 2-31Z1	31	010N	010W	4301330970	9262	FEE	OW	PA
MORRIS 2-7A3	07	010S	030W	4301330977	9725	FEE	OW	PA
POWELL 2-08A3	08	010S	030W	4301330979	10175	FEE	OW	PA
FISHER 2-6A3	06	010S	030W	4301330984	10110	FEE	OW	PA
JACOBSEN 2-12A4	12	010S	040W	4301330985	10480	FEE	OW	PA
CHENEY 2-33A2	33	010S	020W	4301331042	10313	FEE	OW	PA
HANSON TRUST 2-29A3	29	010S	030W	4301331043	5306	FEE	OW	PA
BURTON 2-15B5	15	020S	050W	4301331044	10205	FEE	OW	PA
EVANS-UTE 2-17B3	17	020S	030W	4301331056	10210	FEE	OW	PA
ELLSWORTH 2-20B4	20	020S	040W	4301331090	5336	FEE	OW	PA
REMINGTON 2-34A3	34	010S	030W	4301331091	1902	FEE	OW	PA
WINKLER 2-28A3	28	010S	030W	4301331109	4519	FEE	OW	PA
TEW 2-10B5	10	020S	050W	4301331125	1751	FEE	OW	PA
LINDSAY 2-33A4	33	010S	040W	4301331141	1756	FEE	OW	PA
FIELDSTED 2-28A4	28	010S	040W	4301331293	10665	FEE	OW	PA
POWELL 4-13A2	13	010S	020W	4301331336	11177	FEE	GW	PA
DUMP 2-20A3	20	010S	030W	4301331505	11691	FEE	OW	PA
SMITH 2X-23C7	23	030S	070W	4301331634	12382	FEE	D	PA
MORTENSEN 3-32A2	32	010S	020W	4301331872	11928	FEE	OW	PA
TODD USA ST 1-2B1	02	020S	010W	4304730167	99998	FEE	OW	PA
STATE 1-7B1E	07	020S	010E	4304730180	5555	FEE	OW	PA
BACON 1-10B1E	10	020S	010E	4304730881	5550	FEE	OW	PA
PARIETTE DRAW 28-44	28	040S	010E	4304731408	4537	FEE	OW	PA
REYNOLDS 2-7B1E	07	020S	010E	4304731840	4960	FEE	OW	PA
STATE 2-35A2	35	010S	020W	4301330156	4715	ML-22874	OW	PA
UTAH STATE L B 1-11B1	11	020S	010W	4304730171	5530	ML-23655	OW	PA
STATE 1-8A3	08	010S	030W	4301330286	5655	ML-24316	OW	PA
UTAH FEDERAL 1-24B1	24	020S	010W	4304730220	590	ML-26079	OW	PA
CEDAR RIM 15	34	030S	060W	4301330383	6395	14-20-462-1329	OW	S

El Paso E8 Company, L.P. (N3065) to EP Energy E8 Company, L.P. (N3850) effective 6/1/2012

UTE TRIBAL 2-24C7	24	030S	070W	4301331028	10240	14-20-H62-1135	OW	S	
CEDAR RIM 12	28	030S	060W	4301330344	6370	14-20-H62-1323	OW	S	
CEDAR RIM 16	33	030S	060W	4301330363	6390	14-20-H62-1328	OW	S	
SPRING HOLLOW 2-34Z3	34	010N	030W	4301330234	5255	14-20-H62-1480	OW	S	
EVANS UTE 1-17B3	17	020S	030W	4301330274	5335	14-20-H62-1733	OW	S	
UTE JENKS 2-1-B4 G	01	020S	040W	4301331197	10844	14-20-H62-1782	OW	S	
UTE 3-12B3	12	020S	030W	4301331379	11490	14-20-H62-1810	OW	S	
UTE TRIBAL 9-4B1	04	020S	010W	4301330194	5715	14-20-H62-1969	OW	S	
UTE TRIBAL 2-21B6	21	020S	060W	4301331424	11615	14-20-H62-2489	OW	S	
UTE 1-33B6	33	020S	060W	4301330441	1230	14-20-H62-2493	OW	S	
UTE 2-22B5	22	020S	050W	4301331122	10453	14-20-H62-2509	OW	S	
UTE 1-18B1E	18	020S	010E	4304730969	9135	14-20-H62-2864	OW	S	
LAUREN UTE 1-23A3	23	010S	030W	4301330895	9403	14-20-H62-3981	OW	S	
UTE 2-28B6	28	020S	060W	4301331434	11624	14-20-H62-4622	OW	S	
UTE 1-27B6X	27	020S	060W	4301330517	11166	14-20-H62-4631	OW	S	
UTE 2-27B6	27	020S	060W	4301331449	11660	14-20-H62-4631	OW	S	
CEDAR RIM 10-15C6	15	030S	060W	4301330328	6365	14-20-H62-4724	OW	S	
UTE 5-30A2	30	010S	020W	4301330169	5910	14-20-H62-4863	OW	S	
UTE TRIBAL G-1 (1-24C6)	24	030S	060W	4301330298	4533	14-20-H62-4866	OW	S	
UTE TRIBAL FEDERAL 1-30C5	30	030S	050W	4301330475	665	14-20-H62-4876	OW	S	
SMB 1-10A2	10	010S	020W	4301330012	5865	FEE	OW	S	
KENDALL 1-12A2	12	010S	020W	4301330013	5875	FEE	OW	S	
CEDAR RIM 2	20	030S	060W	4301330019	6315	FEE	OW	S	
URRUTY 2-9A2	09	010S	020W	4301330046	5855	FEE	OW	S	
BROTHERSON 1-14B4	14	020S	040W	4301330051	1535	FEE	OW	S	
RUST 1-4B3	04	020S	030W	4301330063	1575	FEE	OW	S	
MONSEN 1-21A3	21	010S	030W	4301330082	1590	FEE	OW	S	
BROTHERSON 1-10B4	10	020S	040W	4301330110	1614	FEE	OW	S	
FARNSWORTH 1-12B5	12	020S	050W	4301330124	1645	FEE	OW	S	
ELLSWORTH 1-16B4	16	020S	040W	4301330192	1735	FEE	OW	S	
MARSHALL 1-20A3	20	010S	030W	4301330193	9340	FEE	OW	S	
CHRISTMAN BLAND 1-31B4	31	020S	040W	4301330198	4745	FEE	OW	S	
ROPER 1-14B3	14	020S	030W	4301330217	1850	FEE	OW	S	
BROTHERSON 1-24B4	24	020S	040W	4301330229	1865	FEE	OW	S	
BROTHERSON 1-33A4	33	010S	040W	4301330272	1680	FEE	OW	S	
BROTHERSON 1-23B4	23	020S	040W	4301330483	8423	FEE	OW	S	
SMITH ALBERT 2-8C5	08	030S	050W	4301330543	5495	FEE	OW	S	
VODA JOSEPHINE 2-19C5	19	030S	050W	4301330553	5650	FEE	OW	S	
HANSEN 1-16B3	16	020S	030W	4301330617	9124	FEE	OW	S	
BROTHERSON 1-25B4	25	020S	040W	4301330668	9126	FEE	OW	S	
POWELL 2-33A3	33	010S	030W	4301330704	2400	FEE	OW	S	
BROWN 2-28B5	28	020S	050W	4301330718	9131	FEE	OW	S	
EULA-UTE 1-16A1	16	010S	010W	4301330782	8443	FEE	OW	S	
JESSEN 1-15A4	15	010S	040W	4301330817	9345	FEE	OW	S	
R HOUSTON 1-22Z1	22	010N	010W	4301330884	936	FEE	OW	S	
FIELDSTED 2-27A4	27	010S	040W	4301330915	9632	FEE	OW	S	
HANSKUTT 2-23B5	23	020S	050W	4301330917	9600	FEE	OW	S	
TIMOTHY 3-18A3	18	010S	030W	4301330940	9633	FEE	OW	S	
BROTHERSON 2-3B4	03	020S	040W	4301331008	10165	FEE	OW	S	
BROTHERSON 2-22B4	22	020S	040W	4301331086	1782	FEE	OW	S	
MILES 2-35A4	35	010S	040W	4301331087	1966	FEE	OW	S	
ELLSWORTH 2-17B4	17	020S	040W	4301331089	1696	FEE	OW	S	
RUST 2-36A4	36	010S	040W	4301331092	1577	FEE	OW	S	
EVANS 2-19B3	19	020S	030W	4301331113	1777	FEE	OW	S	
FARNSWORTH 2-12B5	12	020S	050W	4301331115	1646	FEE	OW	S	
CHRISTENSEN 3-4B4	04	020S	040W	4301331142	10481	FEE	OW	S	
ROBERTSON 2-29A2	29	010S	020W	4301331150	10679	FEE	OW	S	
CEDAR RIM 2A	20	030S	060W	4301331172	10671	FEE	OW	S	

El Paso E9 Company, L.P. (N3065) to EP Energy E9 Company, L.P. (N3850) effective 6/1/2012

HARTMAN 2-31A3	31	010S	030W	4301331243	11026	FEE	OW	S	
GOODRICH 2-2B3	02	020S	030W	4301331246	11037	FEE	OW	S	
JESSEN 2-21A4	21	010S	040W	4301331256	11061	FEE	OW	S	
BROTHERSON 3-23B4	23	020S	040W	4301331289	11141	FEE	OW	S	
MYRIN RANCH 2-18B3	18	020S	030W	4301331297	11475	FEE	OW	S	
BROTHERSON 2-2B5	02	020S	050W	4301331302	11342	FEE	OW	S	
DASTRUP 2-30A3	30	010S	030W	4301331320	11253	FEE	OW	S	
YOUNG 2-30B4	30	020S	040W	4301331366	11453	FEE	OW	S	
IORG 2-10B3	10	020S	030W	4301331388	11482	FEE	OW	S	
MONSEN 3-27A3	27	010S	030W	4301331401	11686	FEE	OW	S	
HORROCKS 2-5B1E	05	020S	010E	4304732409	11481	FEE	OW	S	
LARSEN 1-25A1	25	010S	010W	4304730552	815	FEE	OW	TA	
DRY GULCH 1-36A1	36	010S	010W	4304730569	820	FEE	OW	TA	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
	7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: OWL 3-17C5
2. NAME OF OPERATOR: EP ENERGY E&P COMPANY, L.P.	9. API NUMBER: 43013321120000
3. ADDRESS OF OPERATOR: 1001 Louisiana, Houston, TX, 77002	PHONE NUMBER: 713 997-5038 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1525 FNL 1200 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 17 Township: 03.0S Range: 05.0W Meridian: U	9. FIELD and POOL or WILDCAT: ALTAMONT
	COUNTY: DUCHESNE
	STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 8/22/2013	<input checked="" type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

While performing routine operations, EP may need to acidize with 7500 gals.

Approved by the Utah Division of Oil, Gas and Mining
Date: August 21, 2013
By: *Derek Duff*

NAME (PLEASE PRINT) Maria S. Gomez	PHONE NUMBER 713 997-5038	TITLE Principal Regulatory Analyst
SIGNATURE N/A	DATE 8/21/2013	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
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1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: OWL 3-17C5
2. NAME OF OPERATOR: EP ENERGY E&P COMPANY, L.P.	9. API NUMBER: 43013321120000
3. ADDRESS OF OPERATOR: 1001 Louisiana, Houston, TX, 77002	PHONE NUMBER: 713 997-5038 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1525 FNL 1200 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 17 Township: 03.0S Range: 05.0W Meridian: U	9. FIELD and POOL or WILDCAT: ALTAMONT
	COUNTY: DUCHESNE
	STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 9/9/2013	<input checked="" type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

EP will acidize with 20000 gals of instead of the approved 7500 gals previously approved on sundry number 41588.

Approved by the Utah Division of Oil, Gas and Mining
Date: September 09, 2013
By: *D. K. Duff*

NAME (PLEASE PRINT) Maria S. Gomez	PHONE NUMBER 713 997-5038	TITLE Principal Regulatory Analyst
SIGNATURE N/A	DATE 9/9/2013	